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I.
INTRODUCTION AND CERTIFICATION
OF COMPLIANCE WITH WORD LIMIT

Pursuant to Rule 450(c) of the Securities and Exchange Commission's ("Commission") Rules of Practice and the Commission's March 31, 2014 Order Directing the Filing of Additional Briefs ("Order"), the Division of Enforcement ("Division") hereby certifies that its Supplemental Brief in Support of Petition for Review of Initial Decision complies with the Order's 7,000 word limitation and, in addition, respectfully submits the following:

II.
BACKGROUND

The Division appeals from the September 10, 2013 Initial Decision of Administrative Law Judge Carol Foelak dismissing all of the charges against Respondents and granting summary disposition in their favor.¹

Respondents have ceased communicating with the Division and since their March 4, 2013 response to the Division's Motion for Summary Judgment, have not participated in these proceedings. While Respondents were still participating herein, they conceded – and it therefore remains undisputed that, among other things:

- Scott W. Hatfield ("Hatfield") is and at all times was SWH's sole proprietor, officer, director and accountant;²
- S.W. Hatfield, CPA ("SWH") did not have a valid accountancy license between January 31, 2010 and May 19, 2011;³ and

¹ The March 31, 2014 Order Directing The Filing of Additional Briefs notes the issuance of a Corrected OIP on September 6, 2012. Order at p. 1, § I. However, on November 15, 2012 a new version of the Corrected OIP (referred to in prior briefing as the Second Corrected OIP) was issued to correct a printing error by the Office of the Secretary that inadvertently omitted the first four lines of §II.A.1 from the Corrected OIP issued on September 6, 2012.

² Respondents' Answer at ¶1.

- Respondents issued 38 audit reports while SWH was unlicensed.⁴

In its November 21, 2013 Brief in Support of Petition for Review, the Division demonstrated the many reasons why the Initial Decision should be reviewed and why the Commission should (1) find that Respondents violated Section 10(b) of the Securities and Exchange Act of 1934 (“Exchange Act”) and Rule 10b-5 thereunder; (2) order Respondents to cease and desist from future violations; (3) order Respondents to pay disgorgement plus prejudgment interest pursuant to Rule 600 of the Commission’s Rules of Practice, (4) order each Respondent to pay an appropriate second-tier civil penalty; and (5) permanently bar Respondents from appearing or practicing before the Commission pursuant to either, or both of, Rule of Practice 102(e)(1)(i) and 102(e)(1)(iii) and Section 4(c) of the Exchange Act.

Respondents did not oppose – or even respond to – the Division’s Petition for Review or the relief requested therein. Because the Division’s claims withstand scrutiny and are not altered by any of the issues raised in the Order, the Division reasserts its request that the Commission review the Initial Decision and grant it the relief it has respectfully requested.

III. **ARGUMENT**

A. COURTS AND THE COMMISSION BROADLY CONSTRUE THE “IN CONNECTION WITH” REQUIREMENT OF EXCHANGE ACT SECTION 10(b) WITH REGARD TO PUBLIC ENFORCEMENT ACTIONS.

To be actionable under Section 10(b) of the Exchange Act, material misrepresentations must be made “in connection with” the “purchase or sale” of a security. 15 U.S.C. 78j. It is well-settled that the “in connection with” requirement should be broadly construed. *SEC v. Zandford* 535 US 813, 819-20 (2002). The Supreme Court has consistently held that fraudulent

³ *Id.* at ¶5; Respondents’ March 4, 2013 Response in Opposition to Division of Enforcement’s Motion for Summary Disposition and Brief in Support, p. 1.

⁴ *Id.*

statements and omissions must only “touch” or “coincide” with a securities transaction in order to satisfy the “in connection with” requirement. *See id.* at 822 (“It is enough that the scheme to defraud and the sale of securities “coincide.”); *United States v. O’Hagan*, 521 U.S. 642, 656 (1997) (requirement satisfied where fraudulent conduct and securities transaction “coincide”); *Superintendent of Ins. of N.Y. v. Bankers Life & Casualty. Co.*, 404 U.S. 6, 13 (1971) (requirement satisfied “as a result of deceptive practices touching” sale of securities).

1. Respondents’ misrepresentations were made “in connection with” the purchase or sale of securities.

Respondents made material misrepresentations under Section 10(b) when they issued thirty-eight audit reports, included in twenty-one issuers’ public filings with the Commission, while SWH was not recognized by the Commission as an accountant.⁵ *See, e.g. In the Matter of Ronald Effren, et al.*, 1996 SEC LEXIS 69 (January 16, 1996); *In the Matter of Alan S. Goldstein*, 1994 SEC LEXIS 2787 (SEC 1994); *SEC v. CoElco, Ltd., et al.*, Civil Action No. 86-7892 (C.D. Cal.) (October 25, 1988); 1988 SEC LEXIS 2184 (October 31, 1988). Of Respondents’ public company clients, ten such issuers’ securities were purchased and sold following the issuance and public dissemination of fourteen of Respondents’ misleading audit reports. *See* Declaration of David King, attached hereto as Exhibit 1 and incorporated herein.

Respondents made fourteen false and misleading audit reports which they authorized to be published as part of ten separate issuers’ public filings.⁶ And because those

⁵ As discussed in the Division’s underlying briefing, through the acts of issuing, signing, and authorizing inclusion of their audit reports in issuers’ public filings with the Commission, Respondents represented that SWH was recognized as a CPA under the federal securities laws and qualified and permitted to issue audit reports opining on the financial statements of public issuers.

⁶ The Division contends that all of Respondents’ thirty-eight false and misleading audit reports were made sufficiently in connection with the purchase and sale of securities considering the breadth with which the standard is considered under Section 10(b) as it applies to Commission enforcement actions, which expansive breadth was by *In the Matter of Scott W. Hatfield, CPA., et al.*

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misrepresentations dealt directly with the issuers' financial condition, they were made "in connection with" the purchase or sale of securities. *Ross v. A. H. Robins Co., Inc.*, 607 F.2d 545 (2d Cir. 1979), *cert. denied*, 446 U.S. 946 (statements made in reports to the Commission actionable under Section 10(b)); *SEC v. Texas Gulf Sulphur Co.*, 401 F.2d 833, 860-62 (2d Cir. 1968) (a person violates Section 10(b) and Rule 10b-5 by making material misstatements in, or omitting material information from, a periodic report or other filing with the Commission); *Sharp v. Coopers & Lybrand*, 457 F. Supp. 879 (E.D. Pa. 1978) (accountant's opinion letter was used in connection with purchase of partnership interest in limited partnership within meaning of Rule 10b-5, where accountant reasonably could foresee that opinion letter would be shown to potential investors in limited partnership);⁷ *SEC v. Geotek*, 426 F. Supp. 715 (N.D. Cal. 1976) (audit reports attached to annual Forms 10-K filed with the Commission were issued in connection with the sale of securities within the meaning of Section 10(b) and Rule 10b-5 even where there was no evidence to show that reports were ever sent to investors); *SEC v. Universal Service Association*, 106 F.2d 232, 239 (7th Cir. 1939), *cert. denied*, 308 U.S. 622, 60 S. Ct. 378, 84 L. Ed. 519 (1940) (representations relating to financial condition are material).

Specifically, Section 10(b)'s "in connection with" requirement is satisfied in these proceedings because there were multiple purchases and sales of ten issuers' securities following points in time at which SWH was unlicensed but had nevertheless authorized the filing of his audit reports with the Commission. *Basic Inc. v. Levinson*, 485 U.S. 224 (U.S. 1988) (there is a rebuttable presumption that stockholders rely on available information, including in an issuers' public filings, when buying or selling securities). The following table illustrates how

no means narrowed as a result of the Supreme Court's recent decision in *Chadbourne & Parke, LLC v. Troice*, discussed *infra*.

⁷ *Sharp* has been overruled on grounds not material here. See *McCarter v. Mitcham*, 883 F.2d 196, 202 (3d Cir. 1989).

Respondents issued fourteen false and misleading audit reports made in connection with purchases and sales of ten issuers' securities.⁸ See Declaration of King, Exhibit 1.

| Issuer and In Connection with: | Report Containing Respondents' Misstatements | Issuers' Public Filing Containing Respondents' Misstatements | Dates of Purchases and Sales of Securities Made In Connection With Misstatements | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|-----------------------------------------------------------------------|----------------------------------------------------------------------------------|------------------|---------|
| | | | Date Range | Price Range | Shares |
| 8888 Acquisition Corp (EGHA) Market transactions between date FYE 8/31/10 Form 10-K filed and date Form 15 filed terminating securities registration (10/15/10 to 8/17/11). | FYE 8/31/10 audit report dated 10/7/10 | 10-K FYE 8/31/10 filed 10/15/10 | 10/19/10 to 6/21/11 | \$1.01 to \$3.74 | 4,197 |
| Eight Dragons Co. (EDRG) Market transactions between date FYE 12/31/09 Form 10-K filed and date FYE 12/31/11 Form 10-K filed (3/9/10 to 2/23/12). | FYE 12/31/09 audit report dated 2/23/10 FYE 12/31/10 audit report dated 1/26/11 | FYE 12/31/09 10-K filed 3/9/10 FYE 12/31/10 10-K filed 1/28/11 | 4/6/10 to 11/16/11 | \$0.07 to \$3.00 | 8,224 |
| HPC Acquisitions, Inc. (HPCQ) Market transactions between date FYE 12/31/09 Form 10-K filed and date FYE 12/31/11 Form 10-K filed (3/17/10 to 3/15/12). | FYE 12/31/09 audit report dated 2/11/10 FYE 12/31/10 audit report dated 1/6/11 | FYE 12/31/09 10-K filed 3/17/10 FYE 12/31/10 10-K filed 3/1/11 | 5/11/10 to 1/25/12 | \$0.01 to \$0.75 | 264,812 |

⁸ The Division analyzed issuance and trade activity for all twenty-one issuers through December 31, 2012. See, Declaration of King, Exhibit 1.

| | | | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|---------------------------|--------------------------|-------------------|
| <p>Truwest Corp (TRWS)</p> <p>Market transactions between date FYE 9/30/10 Form 10-K filed and date FYE 9/30/11 Form 10-K filed (11/15/10 to 11/7/11).</p> | <p>FYE 9/30/10 audit report dated 11/9/10</p> | <p>FYE 9/30/10 10-K filed 11/15/10</p> | <p>12/14/10 to 9/9/11</p> | <p>\$0.10 to \$11.00</p> | <p>1,699</p> |
| <p>X-Change Corp. (XCHC)</p> <p>Market transactions between date FYE 12/31/09 Form 10-K filed and date FYE 12/31/11 Form 10-K filed (4/21/10 to 5/7/12).</p> | <p>FYE 12/31/09 audit report dated 3/31/10</p> <p>FYE 12/31/10 audit report dated 1/14/11</p> | <p>FYE 12/31/09 10-K filed 4/21/10</p> <p>FYE 12/31/10 10-K filed 1/18/11</p> | <p>4/22/10 to 5/7/12</p> | <p>\$0.04 to \$1.58</p> | <p>11,678,741</p> |
| <p>Asia Green Agriculture Corp f/k/a SMSA Palestine Acquisition Corp (AGAC)</p> <p>Market transactions between date FYE 12/31/09 Form 10-K filed and date 8-K filed re: merger and SWH dismissal (3/30/10 to 8/25/10).</p> | <p>FYE 12/31/09 audit report dated 3/15/10</p> | <p>FYE 12/31/10 10-K filed 3/30/10</p> | <p>4/21/10 to 7/23/10</p> | <p>\$0.10 to \$0.15</p> | <p>264,000</p> |
| <p>Marketing Acquisition Corp. (MAQC)</p> <p>Market transactions between date FYE 12/31/09 Form 10-K filed and date FYE 12/31/10 Form 10-K filed (3/5/10 to 3/28/11).</p> | <p>FYE 12/31/09 audit report dated 3/2/10</p> | <p>FYE 12/31/09 10-K filed 3/5/10</p> <p>FYE 12/31/10 10-K filed 3/28/11</p> | <p>3/16/10 to 3/28/11</p> | <p>\$0.003 to \$4.50</p> | <p>6,100</p> |

| | | | | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------|----------------------|------------------|------------|
| Signet International Holdings, Inc. (SIGN) Market transactions between date FYE 12/31/09 Form 10-K filed and date FYE 12/31/10 Form 10-K filed (4/12/10 to 4/13/11). | FYE 12/31/09 audit report dated 4/7/10 | FYE 12/31/09 10-K filed 4/12/10 | 4/13/10 to 3/29/11 | \$0.05 to \$0.50 | 537,585 |
| SMSA Gainesville Acquisition Corp. (SACQ) Market transactions between date FYE 12/31/09 Form 10-K filed and date FYE 12/31/11 Form 10-K filed (3/16/10 to 2/23/12). | FYE 12/31/09 audit report dated 3/11/10 FYE 12/31/10 audit report dated 2/8/11 | FYE 12/31/09 10-K filed 3/16/10 FYE 12/31/10 10-K filed 3/8/11 | 10/15/10 to 10/28/10 | \$0.10 to \$0.10 | 163,500 |
| Asia Green Agriculture Corp f/k/a SMSA Palestine Acquisition Corp (AGAC) Shares issued to acquire 100% of Sino Oriental Agriculture Group Ltd. (3/30/10 to 8/25/10). ⁹ | FYE 12/31/09 audit report dated 3/15/10 | FYE 12/31/10 10-K filed 3/30/10 | 8/20/10 | N/A | 11,685,617 |

⁹ Issuance by a company of its own securities constitutes a "sale" under Section 10(b) and Rule 10b-5. *Wright v. Heizer Corp.*, 560 F.2d 236 (7th Cir. 1977) *cert. denied* 434 US 1066 (1978); *Rekant v. Dessler*, 425 F.2d 872 (5th Cir. 1970); *cert. denied* 394 US 930 (1969); *Ruckle v. Roto American Corp.*, 339 F.2d 24 (2d Cir. 1964); *Mader v. Armel*, 402 F.2d 158 (6th Cir. 1968); *Hooper v. Mountain States Sec. Corp.*, 282 F.2d 195 (5th Cir. 1960) *cert. denied* 365 US 814 (1961); *Cadiz v. Jimenez*, 571 F. Supp. 932, 935 (D.P.R. 1983).

| | | | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---------------------------------------------------------------------|-----------------|---------|-----------|
| Signet International Holdings, Inc. (SIGN) 100 shares related to acquisition of a business, 96,030 shares sold in private placements, and 50,000 shares issued for legal services. (4/12/10 to 4/13/11). | FYE 12/31/09 audit report dated 4/7/10 | FYE 12/31/09 10-K filed 4/12/10 | 5/25/10 | \$0.42 | 100 |
| | | | Sept 2010 | \$0.33 | 90,030 |
| | | | 12/29/10 | \$0.42 | 6,000 |
| | | | 10/15/10 | \$0.25 | 50,000 |
| SMSA Crane Acquisition Corp Pursuant to share purchase agreement. (2/22/10 to 2/14/12). | FYE 12/31/09 audit report dated 2/17/10 and FYE 12/31/10 audit report dated 2/7/11 | Form 10-12G/A filed 2/22/10 and FYE 12/31/10 10-K filed 3/7/11 | 11/5/10 | \$0.001 | 9,500,000 |
| SMSA Gainesville Acquisition Corp. (SACQ) Pursuant to share purchase agreement. (3/16/10 to 2/23/12) | FYE 12/31/09 audit report dated 3/11/10 and FYE 12/31/10 audit report dated 2/8/11 | FYE 12/31/09 10-K filed 3/16/10 and FYE 12/31/10 10-K filed 3/8/11 | 8/4/10 | \$0.001 | 9,500,000 |
| X-Change Corp. (XCHC) 1.0 million shares to acquire license agreement; 9.8 million shares to settle debt; 31,375 shares in debt conversion and warrant exercise; 575,000 shares to settle debt; 100,000 for consulting services; 1.25 million shares to acquire business; and 6.8 million shares to settle debt. (4/21/10 to 5/7/12) | FYE 12/31/09 audit report dated 3/31/10 and FYE 12/31/10 audit report dated 1/14/11 | FYE 12/31/09 10-K filed 4/21/10 and FYE 12/31/10 10-K filed 1/18/11 | 10/7/10 | \$0.530 | 1,000,000 |
| | | | Dec 2010 | \$0.020 | 9,797,416 |
| | | | 1/3/11 | \$0.351 | 31,375 |
| | | | May 2011 | \$0.200 | 575,000 |
| | | | July 2011 | \$0.250 | 100,000 |
| | | | Aug. 2011 | \$0.020 | 1,252,136 |
| | | | Oct to Nov 2011 | \$0.002 | 6,800,000 |

Furthermore, present in these proceedings are several factors courts have considered relevant when determining whether the “in connection with” requirement has been satisfied. *See, e.g., United States SEC v. Pirate Investor LLC*, 580 F.3d 233, 244 (4th Cir. 2009). These factors include, but are not limited to: (1) whether the parties’ relationship was such that it would necessarily involve trading in securities, *Rowinski v. Salomon Smith Barney Inc.*, 398 F.3d 294, 302-03 (3d Cir. 2005); (2) whether the defendant intended to induce a securities transaction, *United Int’l Holdings, Inc. v. Wharf (Holdings) Ltd.*, 210 F.3d 1207, 1221 (10th Cir. 2000), *aff’d*, 532 U.S. 588 (2001); and (3) whether material misrepresentations were “disseminated to the public in a medium upon which a reasonable investor would rely,” *Semerenko v. Cendant Corp.*, 223 F.3d 165, 176 (3d Cir. 2000).

a. The parties’ relationship necessarily involved trading in securities.

During the relevant period, Respondents’ issued audit reports for public company issuers, the latter of whom, in order to become or remain registered with the Commission, were required to file reports with the Commission that included an audit opinion concerning their financial statements. Hence, Respondents’ services were solely, and necessarily, tied to trading in their clients’ securities.

b. Defendants knew they would, or could, induce a securities transaction.

For the same reason, Respondents knew or had every reason to know that by holding themselves out as qualified to audit the issuers’ financial statements and thereby representing to the public that the financial statements were correct and free from material misstatements, their approval of the issuers’ financial statements would induce trading in the issuers’ securities.

c. Respondents’ misrepresentations were disseminated to the public in Commission filings on which investors are presumed to rely.

It is undisputed that Respondents' misrepresentations – that they were recognized as accountants by the Commission and therefore qualified to audit the issuers' financial statements – were disseminated to the public in thirty-eight separate Commission filings, fourteen of which were followed by trading in the subject issuers' securities.

While these factors are not mandatory requirements that a fraud must satisfy in order to meet Section 10(b)'s "in connection with" requirement, they serve as a useful to guide the inquiry and support a finding in favor of the Division's charges against Respondents under Section 10(b). *See, e.g., United States SEC v. Pirate Investor LLC*, 580 F.3d 233, 244 (4th Cir. 2009).

2. The Supreme Court's holding in *Chadbourne & Parke, LLC v. Troice* does not change the analysis in these proceedings.

Congress enacted the Private Securities Litigation Reform Act ("PLSRA") in 1995 to combat frivolous securities class actions. 15 U.S.C. §§ 77z-1, et seq. To prevent prospective plaintiffs from circumventing the PLSRA's restrictions by filing class actions under state law, Congress enacted that Securities Litigation Uniform Standards Act ("SLUSA") in 1998. 15 U.S.C. §78bb(f). SLUSA provides for the removal and dismissal of state-law class actions based on fraud "in connection with" the purchase or sale of a "covered security." 15 U.S.C. §78bb(f)(1). SLUSA defines a covered security, generally, as any security traded on one of a regulated national exchange. 15 U.S.C. §78bb(f)(5)(E).

In February 2014, the United States Supreme Court decided *Chadbourne & Parke, LLC v. Troice*. 134 S.Ct. 1058 (2014). In *Chadbourne & Parke*, the question before the Court was whether SLUSA barred a class action in which plaintiffs alleged that they purchased uncovered securities – certificates of deposit not traded on a national exchange – but where defendants falsely represented that those uncovered securities were backed by covered securities. *Id.* at

1062. The Supreme Court ruled that SLUSA did not apply and plaintiffs' state-law class actions could proceed because "[a] fraudulent misrepresentation or omission is not made 'in connection with' such a 'purchase or sale of a covered security' unless it is material to a decision by one or more individuals (other than the fraudster) to buy or sell a 'covered security.'" *Id.* at 1066.

The Supreme Court's holding in *Chadbourne & Parke* does not alter the analysis the Commission should apply to the Division's Section 10(b) charge against Respondents. Unlike private class actions implicating SLUSA, Section 10(b)'s reach for purposes of the Commission's public enforcement actions is not limited merely to fraud in connection with "covered" securities, but instead expansively prohibits fraud in connection with the purchase or sale of "any security," whether or not traded on a national exchange. 15 U.S.C. §78j(b); *Chadbourne & Parke*, 134 S.Ct. at 1070 (the term "security" under Section 10(b) covers a wide range of financial products beyond those traded on national exchanges...").

Because of this important distinction, the Court in *Chadbourne & Parke* was careful to clarify that its holding does not "limit[] the Federal Government's prosecution power in any significant way...," that "[f]rauds like the one here...will continue to be within the reach of federal regulation because the authority of the SEC and Department of Justice extends to all "securities," not just to those traded on national exchanges" and that the Commission still has "the full scope of its usual powers to act." *Chadbourne & Parke*, 134 S.Ct. at 1070. Rather, *Chadbourne & Parke* merely requires private class action plaintiffs attempting to sue under state law to establish more than a tangential relationship between a wrongdoer's fraudulent statements or omissions and the purchase or sale of a national exchange-traded security – a wholly different legal and factual predicate than that presented in these proceedings.

Simply put, *Chadbourne & Parke* does not impact the analysis to be applied to the Commission's claims for Section 10(b) violations in its public enforcement proceedings, including the Division's fraud charge against Respondents herein. And the conduct at issue in this case easily satisfies the broad standard set out in *Chadbourne & Parke* and the Court's prior decisions. Respondents' materially misleading audit reports were included in public filings and were "material to a decision by one or more individuals (other than the fraudster) to buy or sell" – the investors who either purchased or sold the public company securities as summarized in the foregoing table.¹⁰ Ultimately, because investors made purchases and sales of securities that were affected by Respondents' false representation that ten issuers' financial statements had been audited by a person recognized as an accountant by the Commission, the Division has satisfied Section 10(b)'s "in connection with" requirement.

3. Respondents should be required to disgorge fees charged in connection with their misleading audit reports.

In its Order, the Commission directed the Division to explain the basis for claiming that "fees earned for all thirty-eight reports issued for the twenty-one issuers are 'directly traceable to Respondents' fraud' for purposes of assessing disgorgement." Order, p. 4.

Each and every one of the thirty-eight audit reports Respondents prepared materially misrepresented that Respondents were qualified to audit the issuers' financial statements. See Declaration of King, Exhibit 1. Respondents admit SWH was unlicensed when they issued all thirty-eight audit reports.¹¹ And the evidence indisputably establishes that Respondents were

¹⁰ Consider that the failure to timely file a required periodic filing is grounds for the Commission to initiate enforcement proceedings under Sections 12(j) or 12(k) of the Exchange Act, the result of which would be a halt in secondary market trading of the issuer's securities.

¹¹ Respondents' Answer at ¶5; Respondents' March 4, 2013 Response in Opposition to Division of Enforcement's Motion for Summary Disposition and Brief in Support, p. 1
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well-aware of their licensing obligations.¹² Indeed, at all relevant times Respondents knew they were unqualified to audit public issuers' financial statements and willfully represented otherwise in Commission filings disseminated to the public. Consequently, each dollar Respondents charged for their services – \$187,222 – was ill-gotten and should be disgorged.¹³ Indeed, requiring Respondents to disgorge the entire sum of fees they charged for audit reports they issued while unlicensed and unqualified comports with prior Commission decisions in which unregistered auditors were required to disgorge audit fees for work performed in violation of Section 102(a) of the Sarbanes-Oxley Act of 2002 (“SOX”). *See, e.g., In the Matter of Halt, Buzas & Powell, Ltd.*, Exchange Act Rel. No. 57179 (Jan 22, 2008); *In the Matter of Charles J. Binberg, CPA*, Exchange Act Rel. No. 56405 (Sept. 13, 2007).

Alternatively, and as enumerated above, Respondents' material misrepresentations in fourteen separate audit reports were made directly in connection with the purchase and sale of securities. *See* Declaration of King, Exhibit 1. The total fees charged for those services was \$124,054, which sum the Division contends is the least Respondents should be disgorged.

B. RESPONDENTS SHOULD BE SANCTIONED UNDER SECTION 4C AND RULE 102(E) REGARDLESS OF THE NARROWER SANCTIONS IMPOSED BY THE PCAOB.

On July 3, 2013, while these proceedings were still pending before ALJ Foelak, the Commission sustained the Public Company Accounting Oversight Board's (“PCAOB”) decision (1) permanently revoking SWH's PCAOB registration; and (2) permanently barring Hatfield

¹² Hatfield, a licensed CPA since 1985 and SWH's sole proprietor, was well aware of SWH's ongoing responsibility to maintain its TSBPA license, having previously renewed the firm's license in years prior to its January 31, 2010 expiration. *See* Respondents' Answer at “Facts,” ¶ 1; *see also*, Treacy Dec. at Exhibit F to the Division's Motion for Summary Disposition and Brief in Support.

¹³ Because Respondents did not cooperate, much less participate, in the underlying investigation or these proceedings, the Division has no information regarding what sums Respondents' actually received from the total amounts billed, or if those figures differ. Rather, the Division's information is based on each issuers' disclosure of audit fees paid to Respondents. *See* Division's Motion for Summary Disposition and Brief in Support, p. 19 and Declaration of King incorporated therein, ¶18.

from associating with any registered public accounting firm. In light of that decision, the Commission asks the Division to discuss the overlap, if any between the PCAOB sanctions sustained by the Commission in order “to protect the integrity of [its] processes...” and the Division’s request for sanctions under Section 4(c) and Rule 102(e) and whether the Division’s requested sanctions are necessary and in the public interest. Order at p. 5

1. Sanctions under Rule 102(e) are appropriate in light of uncertainty regarding whether the amendments to Section 105(c)(7)(B) apply retroactively.

In light of the risk that the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010’s (“Dodd-Frank”) amendments to SOX Section 105 – defining the scope of the PCAOB’s power to bar individuals – do not apply retroactively, it is appropriate and in the public interest that Respondents be sanctioned under Rule 102(e).

It is undisputed that the PCAOB proceedings at issue were based on Respondents’ conduct between 2003 and 2006 – conduct not at issue in these proceedings. The PCAOB issued its Initial Decision against Respondents in December 2009 and issued its Final Decision, affirming the permanent revocation and bar stated above, in February 2012. In the interim, Dodd-Frank’s July 2010 enactment expanded the scope of the PCAOB’s bar by amending SOX Section 105 to also bar those individuals barred from associating with registered public accounting firms from serving in any accountancy or financial management capacity for registered issuers and broker-dealers. *See* Pub. L. No. 111-203, § 982(f) (July 21, 2010) (amending SOX Section 105(c)(7)(B) (15 U.S.C. 7215(c)(7)(B))).

In Respondents’ PCAOB proceedings, the relevant conduct and issuance of the Initial Decision long-predated Dodd-Frank, while issuance of the Final Decision and the Commission’s July 2013 order sustaining it post-dated Dodd-Frank. In these proceedings, Respondents issued

audit reports without a license between January 31, 2010 and May 19, 2011 both before and after Dodd-Frank's enactment.

Whether Dodd-Frank's amendment of SOX Section 105(c)(7)(B) applies retroactively is unsettled. The Commission has held that "collateral bars imposed pursuant to Section 925 of Dodd-Frank are not impermissibly retroactive as applied in follow-on proceedings addressing pre-Dodd-Frank conduct because such bars are prospective remedies whose purpose is to protect the investing public from future harm." *In the Matter of John W. Lawton*, Investment Advisers Act of 1940 Release No. 3513, Admin. Proc. File No. 3-14162, 16 (Dec. 13, 2012). That argument should apply with equal force to the application of SOX Section 105(c)(7)(B) as the PCAOB's bar under that provision is also a prospective remedy. However, neither the Commission nor any court has addressed this issue. As a result, a court could find that application of SOX Section 105(c)(7)(B) to pre-Dodd-Frank conduct is impermissibly retroactive. Given this uncertainty, barring Respondents in these proceedings under Rule 102(e) is in the public interest and will provide certainty that the integrity of the Commission's processes are protected going forward.

- 2. Even if Dodd-Frank's amendment to SOX Section 105(c)(7)(B) is found to apply retroactively, Rule 102(e) applies to a broader set of entities that Respondents might provide services for and thereby provides further assurance that the integrity of the Commission's processes is protected.**

The PCAOB has the authority to impose a broad array of sanctions on registered public accounting firms or their associated persons. PCAOB Rule 5300. These sanctions include, among other things, revoking a firm's PCAOB registration and suspending or barring an individual from associating with a registered public accounting firm. *Id.* at 5300(a)(1); 5300(a)(2).

SOX explicitly preserved the Commission's own jurisdiction to enforce and remedy violations by public accountants. *See* 15 U.S.C. § 7202(c). Nevertheless, in some respects the PCAOB's enforcement actions against registered public accounting firms and their associated persons resemble administrative proceedings brought against auditors by the Commission under Rule 102(e). 15 U.S.C. § 78d-3 (2006). Notwithstanding certain similarities, a bar under Rule 102(e) bar is, in some ways, further reaching than the PCAOB's remedial bar.

PCAOB Rules 5300(a)(1) and (a)(2) authorize the PCAOB to temporarily or permanently (1) revoke an individual's right to associate with a PCAOB-registered public accounting firm; and (2) bar an individual from associating with a registered public accounting firm. On the other hand, Rule 102(e) empowers the Commission to temporarily or permanently deny a person or firm the privilege of appearing or practicing before it altogether.

Thus while SWH is no longer PCAOB-registered and Hatfield is forever barred from associating with a registered public accounting firm, nothing prohibits Respondents from appearing and practicing before the Commission in other capacities.¹⁴ For example, the PCAOB bar, even as expanded by the Dodd-Frank amendments, does not prohibit Respondents from working in an accounting capacity for Commission-registered investment advisers.¹⁵ To the

¹⁴ Because Exchange Act Section 3(a)(8) defines the term issuer as the entity that issues a security, investment advisers are not issuers under Dodd-Frank.

¹⁵ Also consider, among other things: (1) Form 1-A, which states "The following financial statements of the issuer, or the issuer and its predecessors or any businesses to which the issuer is a successor shall be filed as part of the offering statement and included in the offering circular which is distributed to investors. Such financial statements shall be prepared in accordance with generally accepted accounting principles (GAAP) in the United States. If the issuer is a Canadian company, a reconciliation to GAAP in the United States shall be filed as part of the financial statements. Issuers which have audited financial statements because they prepare them for other purposes, shall provide them. The Commission's Regulation S-X, 17 CFR 210.1 et seq. relating to the form, content of and requirements for financial statements shall not apply to the financial statements required by this part, except that if audited financial statements are filed, the qualifications and reports of an independent auditor shall comply with the requirements of Article 2 of Regulation S-X." (2) Financial statements required of businesses acquired or to be acquired pursuant to Rule 3-05 of Regulation S-X; (3) requirement of separate financial statements of subsidiaries not consolidated and 50 percent or less owned persons pursuant to Rule 3-09 of Regulation S-X.

contrary, a bar under Rule 102(e) will cover such services by a non-issuer. *See, e.g., In the Matter of Lisa B. Hovan, CPA*, 2013 SEC LEXIS 298 (SEC 2013), where the Chief Financial Officer of a registered investment adviser was suspended from appearing or practicing before the Commission for five years under Rule 102(e) following the entry of a civil injunction against her based on fraud in connection with her investment adviser activities.

Thus, even assuming the Dodd-Frank amendment to SOX Section 105(c)(7)(B) applies retroactively, it does not make PCAOB and Rule 102(e) bars coextensive – a sanction under Rule 102(e) will encompass broader relief against Respondents than the PCAOB sMuraction. Therefore, Respondents should be permanently denied the privilege of appearing or practicing before the Commission under Rule 102(e) because such relief is warranted and necessary to protect the integrity of the Commission’s processes.

C. RESPONDENTS SHOULD NOT AVOID SANCTIONS UNDER RULE 102(e)(1)(i) SIMPLY BECAUSE THEY RENEWED SWH’S LICENSE BEFORE THESE PROCEEDINGS BEGAN.

Rule 102(e)(1)(i) authorizes the Commission to deny the privilege of appearing or practicing before it in any way to any person found “not to possess the requisite qualifications to represent others.” SWH unquestionably did not possess the requisite qualifications, namely, an active professional license, when Respondents issued numerous audit reports for multiple public issuers.¹⁶ Therefore, under a plain reading of Rule 102(e)(1)(i), the Commission may deny Respondents the privilege of appearing or practicing before it.

The fact that Respondents remedied their lack of qualification before these proceedings began is irrelevant to the Commission’s ability to impose sanctions under Rule 102(e)(1)(i). As

¹⁶ Rule 2-01(a) of Regulation S-X states that “[t]he Commission will not recognize any person as a certified public accountant who is not duly registered and in good standing as such under the laws of the place of his residence or principal office. The Commission will not recognize any person as a public accountant who is not in good standing and entitled to practice as such under the laws of the place of his residence or principal office.”

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discussed, Rule 102(e) is “directed at protecting the integrity of the Commission’s own processes, as well as the confidence of the investing public in the integrity of the financial reporting process.” *Marrie v. SEC*, 374 F.3d 1196, 1200 (D.C. Cir. 2004). These interests will be undermined if an accountant can knowingly issue and consent to public dissemination of audit reports he is legally unqualified to issue, so long as he becomes qualified at some later date. Indeed, such a result would deprive the Commission of the power to require professionals who practice and appear before it to possess all necessary qualifications and would instead permit them to decide if and when to obtain the very qualifications the public relies upon when reviewing the financial statements of the public companies in which they are considering investing. Furthermore, given the time required to investigate potential wrongdoers and initiate administrative proceedings against them, if accountants may simply avoid Rule 102(e)(1)(i) sanction by “righting their wrong” on the eve of an enforcement action, it will create programmatic challenges to the Commission’s ability to regulate auditors and the companies they service and will invite systemic wrongdoing to the detriment of public companies and the public at large.

The Commission has previously applied Rule 102(e)(1)(i) to sanction unqualified accountants who cured their lack of qualification before institution of enforcement proceedings. In *In the Matter of Richard E. Sellers, CPA, et al.*, 2007 SEC LEXIS 2061 (SEC 2007), the Commission instituted proceedings to determine whether, under Rule 102(e)(1)(i),¹⁷ it should censure or suspend two accountants who, as sole members of their firm, knowingly issued audit reports on five reporting companies while their firm was not registered with the PCAOB. By the time enforcement proceedings commenced against them, the accountants had dissolved their firm

¹⁷ The OIP also referenced Sections 4C(a)(1) and (3) of the Exchange Act and Rule 102(e)(1)(iii). *In the Matter of Scott W. Hatfield, CPA., et al.*
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and associated with a PCAOB-registered firm, thus curing the prior lack of qualification. *Id.*, § 2(D). In fact, the new firm with which the accountants affiliated re-audited the financial statements of the five reporting companies and issued new reports. *Id.* Nevertheless, the Commission instituted proceedings against both accountants for their conduct during the period of disqualification.

The *Sellers* proceedings settled. See *In the Matter of Richard E. Sellers*, 2007 SEC LEXIS 3101 (SEC 2007). In the Order Making Findings and Imposing Remedial Sanctions, the Commission found that the accountants “did not possess the requisite qualifications to represent others” because they caused their firm to issue audit reports on reporting companies while it was not registered with the PCAOB. *Id.* Accordingly, the Commission censured them and placed restrictions on their ability to practice and appear before it. *Id.*

The facts in these proceedings are similar to those in *Sellers*. If anything, Respondents’ curative efforts here fall short of those in *Sellers*, because Respondents never sought to re-audit or issue new reports on any of the financial statements they audited to clarify that they had reviewed the issuers’ finances while disqualified. Ultimately, Respondents knowingly issued audit reports on public issuers while lacking requisite qualifications to do so, thereby triggering the Commission’s powers under Rule 102(e)(1)(i) to censure or to deny their privilege of practicing or appearing before it, and the fact that they later regained licensure before these proceedings commenced is inapposite.¹⁸

¹⁸ Also relevant is the PCAOB’s final decision in *In the Matter of Eric C. Yartz, P.C.*, PCAOB File No. 105-2012-006 (May 7, 2013). Eric Yartz, Respondent, was the sole proprietor of accounting firm Eric C. Yartz, P.C., a PCAOB-registered public accounting firm (collectively, “Yartz”). Because Yartz failed to submit required annual reports and fees between 2010 and 2012, the PCAOB’s Division of Enforcement (“Enforcement”) commenced an action in December 2012 alleging that Yartz had violated SOX Sections 102(d) and 102(f). Enforcement moved for summary disposition in 2013, only after which Yartz submitted all past-due reports and fees, curing his prior violations. Despite the fact that Yartz remedied his violations, the PCAOB found that he failed to timely file annual reports and timely pay annual fees between 2010 and 2012 and, consequently, ordered that Yartz be suspended for one year and pay a \$2,500 civil penalty.

IV.

CONCLUSION

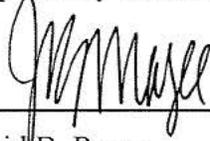
For the reasons set forth herein and in its Brief in Support of Petition for Review of Initial Decision, the Division respectfully requests that the Commission reverse the Initial Decision in this matter and:

- (1) find that Respondents violated Section 10(b) of the Exchange Act and Rule 10b-5 thereunder;
- (2) order Respondents to cease and desist from future violations;
- (3) order Respondents to pay disgorgement, on a joint and several liability basis, of \$187,222, plus prejudgment interest pursuant to Rule 600 of the Commission's Rules of Practice,
- (4) order each Respondent to pay an appropriate second-tier civil penalty; and
- (5) Commission pursuant to either, or both of, Rule of Practice 102(e)(1)(i) and 102(e)(1)(iii).¹⁹

Alternatively, should the Commission determine that the Division is not entitled to summary disposition, the Division respectfully requests that the Commission enter an order reversing the Initial Decision's dismissal of the claims asserted in the OIP and remanding this matter for a final merits hearing.

Dated: April 14, 2014

Respectfully submitted,



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Jessica B. Magee
Texas Bar No. 24037757
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Securities and Exchange Commission
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¹⁹ As noted above, for the same reasons, Respondents should be sanctioned under Section 4C of the Exchange Act. *In the Matter of Scott W. Hatfield, CPA., et al.* Page 20
Division of Enforcement's Supplemental Brief In Support of Petition for Review of Initial Decision

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COUNSEL FOR PETITIONER
DIVISION OF ENFORCEMENT

**Division's Supplemental
Exhibit 1**

participating in fact-finding inquiries and investigations to determine whether the federal securities laws have been violating and assisting in the Commission's litigation of securities laws violations. As part of my duties within the Division, I conduct investigations, analyze financial records, subpoena records, take sworn testimony, prepare reports summarizing my findings, and testify about such things at hearings, trials, or in other legal proceedings.

5. I have personal knowledge of the facts and circumstances of the Division's investigation of Scott W. Hatfield ("Hatfield") and S.W.Hatfield CPA ("SWH"), (collectively, "Respondents"), as I personally conducted the investigation which led to the above-captioned administrative proceedings.

6. I researched and collected the underlying data and prepared the table included in Section IIIA1 of the Division's Supplemental Brief in Support of Petition for Review of Initial Decision, which provides detailed information illustrating the purchase and sale activity of ten issuers' securities following Respondents' issuance of fourteen audit reports for such issuers (the "Table"), including: (a) 8888 Acquisition Corp., (b) Eight Dragons Co., (c) HPC Acquisitions, Inc.; (d) Truwest Corp.; (e) X-Change Corp.; (f) Asia Green Agriculture Corp. f/k/a SMSA Palestine Acquisition Corp.; (g) Marketing Acquisition Corp.; (h) Signet International Holdings, Inc.; (i) SMSA Crane Acquisition Corp.; and (j) SMSA Gainesville Acquisition Corp.

7. To prepare the Table, I first determined the relevant period for purposes of identifying any purchases or sales of issuers' securities (the "Relevant Period"). For each issuer, the Relevant Period begins with the date the issuer made a filing with the Commission that included an audit report Respondents issued while SWH's license to practice as a public accounting firm was expired. The Relevant Period ends on the date the subject issuer made a filing with the Commission containing an audit report (a) issued by SWH after becoming re-licensed on May 19,

2011; or (b) issued by another auditor. Unless SWH resigned or was dismissed as the issuer's auditor, the end date is the earlier of the date the issuer filed (a) its fiscal year 2011 annual report on Form 10-K; or (b) a registration statement containing audited financial statements. I determined the Relevant Period for each issuer by performing online research on sec.gov to identify the dates issuers made filings with the Commission and whether each such filing contained audit reports SWH issued while its license was expired. Attached hereto as Exhibit A are true and correct excerpts of EDGAR search results listing filings the then issuers made with the Commission (excluding ownership filings) obtained from sec.gov. I have identified the beginning and end dates of the Relevant Period for each of the ten issuers for which purchases or sales of the issuer's securities were identified.

8. Second, I identified market purchases and sales of common stock made during the Relevant Period. I started by obtaining information about market purchases and sales for each issuer's common stock between January 2010 and December 2012. This information was obtained under my direction by a Financial Economist Fellow in the Commission's Division of Economic and Risk Analysis, Office of Litigation Economics, who obtained historical information about daily closing prices and related volumes from a Bloomberg terminal located in the Fort Worth Regional Office. Certain issuers have changed ticker symbols since 2012; consequently, historical trading data is accessed using the current ticker symbol. I personally confirmed the ticker symbol changes by performing online research on sec.gov and by reading issuer filings with the Commission that disclose the change, including:

- a. Marketing Acquisition Corp. (MAQC changed to ZMDC on 1/15/2013);
- b. Truwest Corp. (TRWS changed to JDID on 12/5/2013); and
- c. X-Change Corp. (XCHC changed to ENDO on 11/6/2013).

Attached hereto as Exhibit B are true and correct copies of filings with the Commission, including Forms 8-K and proxy statement on Form DEF-14, illustrating these issuers' ticker symbol changes

9. For each issuer for which market purchases or sales were identified, I personally identified market purchases or sales that occurred during the Relevant Period. For issuers with market purchases or sales during the Relevant Period, I personally determined the low and high closing prices and calculated the aggregate volume of shares traded, which I summarized in the Table. Attached hereto as Exhibit C is an Excel spreadsheet containing true and correct information obtained from Bloomberg as to daily closing prices and volume for each of the ten issuers for which purchases or sales of the issuer's securities were identified.¹

10. I personally corroborated the information obtained from Bloomberg concerning purchases or sales during the Relevant Period by performing online research on OTCBB.com. Attached hereto as Exhibit D are true and correct copies of charts printed from OTCBB.com illustrating historical price and volume for the ten issuers for which purchases or sales of the issuer's securities were identified.² Additionally, I reviewed the issuers' disclosures included in Forms 10-K, Part II, Item 5, *Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities*, which state the range of the high and low prices by quarter for the two most recent fiscal years. Attached hereto as Exhibit E are true and correct

¹Exhibit C includes data from Bloomberg for the following fields: a) date, identifying dates on which activity for the equity security were reported; b) PX_LAST, identifying the closing price for each date; and c) TOT_RETURN_INDEX_GROSS_DVDS, which is a measure of the total return on the equity since its inception. For thinly traded stocks that do not pay dividends, it is not unusual for the values in this column and the values under the PX_CLOSE column to be the same. For XCHC, the values for dates prior to August 9, 2010 listed under TOT_RETURN_INDEX_GROSS_DVDS do not match the values listed under PX_CLOSE. However, I corroborated the values under TOT_RETURN_INDEX_GROSS_DVDS represent the closing price by reference to Part II/Item 5 of the company's Form 10-K and trading data available from Yahoo!Finance. As each source confirms purchases and sales during the Relevant Period, I did not investigate the discrepancy in the closing price data further.

²Historical price and volume data for ZMDC prior to February 19, 2014 is not available from the OTCBB website. Similarly, historical price and volume data for the company's prior ticker, MAQC, is not available from the OTCBB website. I corroborated the existence of purchases and sales of the company's common stock during the Relevant Period by reference to Part II/Item 5 of the Company's 2010 Form 10-K.

excerpts of Forms 10-K the ten issuers for which purchases or sales of the issuer's securities were identified filed with the Commission.

11. Third, I identified issuances of securities during the Relevant Period by reviewing disclosures the issuers made in Forms 10-K, Part II, Item 5, *Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities*, and Part II, Item 8, *Financial Statements and Supplementary Data*. See Exhibit E. In performing this analysis, I examined an issuer's statement of changes in stockholders equity (deficit) and notes to the audited financial statements related to common and preferred stock. Using this information, I personally summarized issuances of securities during the Relevant Period, noting the reason for the issuance, the date or dates securities were issued; and the number of shares issued. Additionally, I calculated the average price per share to the extent sufficient information was available. I personally determined that five companies issued securities during the Relevant Period:

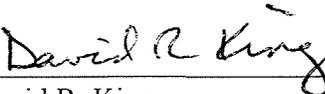
- a. Asia Green Agriculture Corp. f/k/a Palestine Acquisition Corp.;
- b. Signet International Holding, Inc.;
- c. SMSA Crane Acquisition Corp.;
- d. SMSA Gainesville Acquisition Corp.; and
- e. X-Change Corp.

12. I personally calculated the total amount of fees Respondents charged for the fourteen audit reports they prepared, for ten issuers, which were followed by purchases and sales of the ten issuers' securities, and determined it to be \$124,054. Additionally, I personally calculated the total sum of fees Respondents' charged for the remaining audit reports issued while SWH was unlicensed and determined it to be \$63,168. These the sum of these two amounts is \$187,222, which is the total amount of audit fees Respondents charged for audits conducted or completed

while SWH's license was expired. Attached hereto as Exhibit F is a true and correct printout of a chart I prepared to identify fees charged by Respondents for the fourteen audit reports addressed in the Table.

I declare under penalty of perjury, in accordance with 28 U.S.C. § 1746, that the foregoing is true and correct.

Executed this 14th day of April 2014.



David R. King

**Division's Supplemental
Exhibit A**



Documentation Identifying Relevant Periods by Issuer

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8888 Acquisition CORP CIK#: 0001376866 (see all company filings) Business Address: 211 WEST WALL, MIDLAND TX 79701, 432-682-1761. Mailing Address: 211 WEST WALL, MIDLAND TX 79701. SIC: 6770 - BLANK CHECKS. State location: TX | State of Inc.: NV | Fiscal Year End: 0630. (Assistant Director Office: All). Get insider transactions for this issuer.

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|---------|-----------|-------------------------------------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| 15-12G | Documents | Securities registration termination [Section 12(g)] Acc-no: 0001204459-11-002332 (34 Act) Size: 5 KB | 2011-08-17 | 000-52251 111042615 |
| 10-Q/A | Documents | [Amend]Quarterly report [Sections 13 or 15(d)] Acc-no: 0001204459-11-001579 (34 Act) Size: 610 KB | 2011-06-01 | 000-52251 11885363 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001204459-11-001328 (34 Act) Size: 720 KB | 2011-05-12 | 000-52251 11833937 |
| 8-K | Documents | Current report, items 2.02 and 9.01 Acc-no: 0001204459-11-001325 (34 Act) Size: 113 KB | 2011-05-12 | 000-52251 11833865 |
| 8-K/A | Documents | [Amend]Current report, items 1.01, 2.01, 3.02, 4.01, 5.01, 5.02, 5.03, 5.06, and 9.01 Acc-no: 0001204459-11-000859 (34 Act) Size: 1 MB | 2011-03-30 | 000-52251 11721680 |
| 8-K | Documents | Current report, items 7.01 and 9.01 Acc-no: 0001204459-11-000622 (34 Act) Size: 3 MB | 2011-03-07 | 000-52251 11669163 |
| 8-K/A | Documents | [Amend]Current report, items 1.01, 2.01, 3.02, 4.01, 5.01, 5.02, 5.03, 5.06, and 9.01 Acc-no: 0001204459-11-000478 (34 Act) Size: 1 MB | 2011-02-18 | 000-52251 11625118 |
| 8-K | Documents | Current report, items 2.02, 7.01, and 9.01 Acc-no: 0001204459-11-000437 (34 Act) Size: 173 KB | 2011-02-15 | 000-52251 11610448 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001204459-11-000428 (34 Act) Size: 992 KB | 2011-02-14 | 000-52251 11608136 |
| 8-K/A | Documents | [Amend]Current report, items 1.01, 2.01, 3.02, 4.01, 5.01, 5.02, 5.03, 5.06, and 9.01 Acc-no: 0001204459-10-003013 (34 Act) Size: 1 MB | 2010-12-03 | 000-52251 101232483 |
| SC 13D | Documents | General statement of acquisition of beneficial ownership Acc-no: 0001204459-10-002560 (34 Act) Size: 31 KB | 2010-10-28 | 005-83065 101148731 |
| PRE 14C | Documents | Other preliminary information statements Acc-no: 0001204459-10-002546 (34 Act) Size: 48 KB | 2010-10-27 | 000-52251 101145089 |
| SC 14F1 | Documents | Statement regarding change in majority of directors [Rule 14f-1] Acc-no: 0001204459-10-002520 (34 Act) Size: 107 KB | 2010-10-25 | 005-83065 101139412 |
| 8-K | Documents | Current report, items 1.01, 2.01, 3.02, 4.01, 5.01, 5.02, 5.03, 5.06, and 9.01 Acc-no: 0001204459-10-002518 (34 Act) Size: 1 MB | 2010-10-25 | 000-52251 101139343 |
| 8-K | Documents | Current report, items 8.01 and 9.01 Acc-no: 0001204459-10-002469 (34 Act) Size: 17 KB | 2010-10-19 | 000-52251 101129299 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-10-000753 (34 Act) Size: 699 KB | 2010-10-15 | 000-52251 101124634 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000466 (34 Act) Size: 386 KB | 2010-06-22 | 000-52251 10909245 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000272 (34 Act) Size: 385 KB | 2010-04-06 | 000-52251 10734728 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-001004 (34 Act) Size: 367 KB | 2009-12-31 | 000-52251 091268167 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-09-000691 (34 Act) Size: 710 KB | 2009-09-21 | 000-52251 091077788 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000398 (34 Act) Size: 427 KB | 2009-06-09 | 000-52251 09882165 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] | 2009-03-20 | 000-52251 |



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Eight Dragons Co. CIK#: 0001100778 (see all company filings)

SIC: 9995
 State location: TX | Fiscal Year End: 1231
 formerly: AMERI-FIRST FINANCIAL GROUP INC (filings through 2007-11-13)
 formerly: ITRONICS COMMUNICATIONS CORP (filings through 1999-12-10)
 (Assistant Director Office: All)
 Get insider transactions for this issuer.

Business Address
 211 WEST WALL STREET
 MIDLAND TX 79701
 432-682-1761

Mailing Address
 211 WEST WALL STREET
 MIDLAND TX 79701

Filter Results: Filing Type: Prior to: (YYYYMMDD) Ownership? include exclude only Limit Results Per Page

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| Filings | Format | Description | Filing Date | File/Film Number |
|---------|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-12-000155 (34 Act) Size: 1 MB | 2012-02-23 | 000-28453 12632852 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-001017 (34 Act) Size: 1 MB | 2011-11-02 | 000-28453 111173566 |
| 10-Q/A | Documents | [Amend] Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000660 (34 Act) Size: 1 MB | 2011-07-25 | 000-28453 11984031 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000657 (34 Act) Size: 416 KB | 2011-07-25 | 000-28453 11983810 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000370 (34 Act) Size: 357 KB | 2011-04-19 | 000-28453 11767355 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-11-000091 (34 Act) Size: 173 KB | 2011-01-28 | 000-28453 11553309 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000821 (34 Act) Size: 406 KB | 2010-11-05 | 000-28453 101167022 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000544 (34 Act) Size: 406 KB | 2010-08-09 | 000-28453 101000922 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000355 (34 Act) Size: 365 KB | 2010-05-11 | 000-28453 10819089 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-10-000180 (34 Act) Size: 780 KB | 2010-03-09 | 000-28453 10664840 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000793 (34 Act) Size: 492 KB | 2009-10-26 | 000-28453 091135734 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000453 (34 Act) Size: 503 KB | 2009-07-06 | 000-28453 09929580 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000254 (34 Act) Size: 434 KB | 2009-04-17 | 000-28453 09756849 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-09-000076 (34 Act) Size: 794 KB | 2009-02-10 | 000-28453 09584297 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-08-000632 (34 Act) Size: 354 KB | 2008-10-24 | 000-28453 081139701 |
| 8-K | Documents | Current report, items 4.01 and 9.01 Acc-no: 0001165527-08-000573 (34 Act) Size: 26 KB | 2008-10-03 | 000-28453 081105913 |
| UPLOAD | Documents | [Cover]SEC-generated letter Acc-no: 0000000000-08-046798 Size: 12 KB | 2008-09-17 | |
| 10-Q/A | Documents | [Amend] Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-08-000528 (34 Act) Size: 43 KB | 2008-09-16 | 000-28453 081074091 |
| 10KSB/A | Documents | [Amend] Optional form for annual and transition reports of small business issuers [Section 13 or 15(d), not S-B Item 405] Acc-no: 0001165527-08-000527 (34 Act) Size: 138 KB | 2008-09-16 | 000-28453 081073318 |
| 10KSB/A | Documents | [Amend][Cover] Optional form for annual and transition reports of small business issuers [Section 13 or 15(d), not S-B Item 405] Acc-no: 0001165527-08-000468 (34 Act) Size: 18 KB | 2008-08-20 | 000-28453 081030247 |
| CORRESP | Documents | [Cover]Correspondence Acc-no: 0001165527-08-000460 Size: 5 KB | 2008-08-18 | |
| CORRESP | Documents | [Cover]Correspondence Acc-no: 0001165527-08-000459 Size: 4 KB | 2008-08-18 | |



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HPC Acquisitions, Inc. CIK#: 0001435224 (see all company filings)

SIC: 6770 - BLANK CHECKS
State location: MN | State of Inc.: NV | Fiscal Year End: 1231
(Assistant Director Office: All)
Get insider transactions for this issuer.

Business Address
10935 57TH AVE. NO.
PLYMOUTH MN 55442
952-541-1155

Mailing Address
10935 57TH AVE. NO.
PLYMOUTH MN 55442

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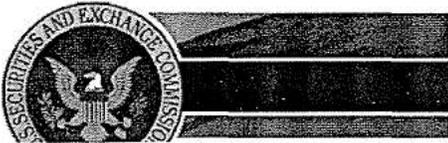
| Filings | Format | Description | Filing Date | File/Film Number |
|---------|-----------|----------------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-12-000203 (34 Act) Size: 1 MB | 2012-03-15 | 000-53248 12693566 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-001038 (34 Act) Size: 1 MB | 2011-11-08 | 000-53248 111185790 |
| 10-Q/A | Documents | [Amend] Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000770 (34 Act) Size: 1 MB | 2011-08-22 | 000-53248 111049284 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000736 (34 Act) Size: 385 KB | 2011-08-15 | 000-53248 111037441 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000432 (34 Act) Size: 350 KB | 2011-05-12 | 000-53248 11835113 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-11-000203 (34 Act) Size: 578 KB | 2011-03-01 | 000-53248 11650985 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000794 (34 Act) Size: 388 KB | 2010-10-28 | 000-53248 101146878 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000564 (34 Act) Size: 383 KB | 2010-08-13 | 000-53248 101014543 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000375 (34 Act) Size: 349 KB | 2010-05-14 | 000-53248 10832205 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-10-000213 (34 Act) Size: 586 KB | 2010-03-17 | 000-53248 10687730 |
| UPLOAD | Documents | [Cover] SEC-generated letter Acc-no: 0000000000-10-001740 Size: 20 KB | 2010-01-11 | |
| CORRESP | Documents | [Cover] Correspondence Acc-no: 0001165527-10-000015 Size: 3 KB | 2010-01-07 | |
| 10-K/A | Documents | [Amend] Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-10-000001 (34 Act) Size: 663 KB | 2010-01-04 | 000-53248 10500466 |
| UPLOAD | Documents | [Cover] SEC-generated letter Acc-no: 0000000000-09-073207 Size: 39 KB | 2009-12-30 | |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000864 (34 Act) Size: 436 KB | 2009-11-13 | 000-53248 091179221 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000514 (34 Act) Size: 412 KB | 2009-08-03 | 000-53248 09980790 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000307 (34 Act) Size: 391 KB | 2009-05-07 | 000-53248 09805030 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-09-000139 (34 Act) Size: 671 KB | 2009-03-04 | 000-53248 09656238 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-08-000669 (34 Act) Size: 456 KB | 2008-11-05 | 000-53248 081161981 |
| 8-K | Documents | Current report, item 8.01 Acc-no: 0001020488-08-000106 (34 Act) Size: 8 KB | 2008-08-14 | 000-53248 081016651 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-08-000415 (34 Act) Size: 58 KB | 2008-08-06 | 000-53248 08995224 |
| 10-12G | Documents | Registration of securities [Section 12(g)] Acc-no: 0001165527-08-000285 (34 Act) Size: 196 KB | 2008-05-20 | 000-53248 08847203 |

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< 5/19/2011

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JD International Ltd CIK#: 0000895650 (see all company filings)

SIC: 6770 - BLANK CHECKS
 State location: K3 | State of Inc.: NV | Fiscal Year End: 0930
 formerly: DIASENSE INC /PA/ (filings through 1999-05-14)
 formerly: DIASENSE INC/PA (filings through 2008-03-18)
 formerly: DIASENSOR COM INC (filings through 2001-02-15)
 formerly: Truwest Corp (filings through 2013-10-29)

(Assistant Director Office: All)
 Get insider transactions for this issuer.

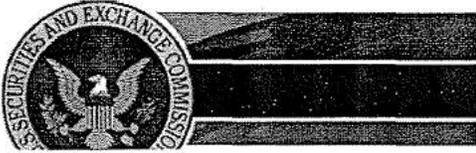
Business Address
 G/F FIRST ASIA TOWER
 8 FUI YIU KOK STREET, TSUEN
 WAN
 NT K3 00000
 852 36978989

Mailing Address
 G/F FIRST ASIA TOWER
 8 FUI YIU KOK STREET, TSUEN
 WAN
 NT K3 00000

Filter Results: Filing Type: Prior to: (YYYYMMDD) 20111231 Ownership? include exclude only Limit Results Per Page 40 Entries

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| Filings | Format | Description | Filing Date | File/Film Number |
|---------|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-11-001031 (34 Act) Size: 2 MB | 2011-11-07 | 000-26504 111182945 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000655 (34 Act) Size: 1 MB | 2011-07-21 | 000-26504 11980081 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000369 (34 Act) Size: 588 KB | 2011-04-19 | 000-26504 11767354 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000121 (34 Act) Size: 533 KB | 2011-02-03 | 000-26504 11570006 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-10-000854 (34 Act) Size: 896 KB | 2010-11-15 | 000-26504 101189083 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000538 (34 Act) Size: 606 KB | 2010-08-05 | 000-26504 10993147 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000328 (34 Act) Size: 612 KB | 2010-04-26 | 000-26504 10769185 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000083 (34 Act) Size: 611 KB | 2010-02-10 | 000-26504 10586229 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-09-000792 (34 Act) Size: 1 MB | 2009-10-26 | 000-26504 091135729 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000454 (34 Act) Size: 752 KB | 2009-07-06 | 000-26504 09929582 |
| UPLOAD | Documents | [Cover]SEC-generated letter Acc-no: 0000000000-09-030871 Size: 41 KB | 2009-06-10 | |
| UPLOAD | Documents | [Cover]SEC-generated letter Acc-no: 0000000000-09-030796 Size: 45 KB | 2009-06-10 | |
| 10-Q/A | Documents | [Amend][Cover]Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000393 (34 Act) Size: 696 KB | 2009-06-09 | 000-26504 09881460 |
| CORRESP | Documents | [Cover]Correspondence Acc-no: 0001165527-09-000285 Size: 5 KB | 2009-04-30 | |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000260 (34 Act) Size: 745 KB | 2009-04-22 | 000-26504 09762550 |
| UPLOAD | Documents | [Cover]SEC-generated letter Acc-no: 0000000000-09-012611 Size: 75 KB | 2009-03-11 | |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-09-000051 (34 Act) Size: 702 KB | 2009-01-26 | 000-26504 09544746 |
| 10KSB | Documents | Optional form for annual and transition reports of small business issuers [Section 13 or 15(d), not S-B Item 405] Acc-no: 0001165527-08-000610 (34 Act) Size: 2 MB | 2008-10-17 | 000-26504 081128736 |
| 10QSB | Documents | Optional form for quarterly and transition reports of small business issuers Acc-no: 0001165527-08-000396 (34 Act) Size: 77 KB | 2008-07-25 | 000-26504 08970337 |
| 10QSB | Documents | Optional form for quarterly and transition reports of small business issuers Acc-no: 0001165527-08-000237 (34 Act) Size: 77 KB | 2008-05-01 | 000-26504 08792386 |
| DEF 14C | Documents | Other definitive information statements Acc-no: 0001165527-08-000152 (34 Act) Size: 21 KB | 2008-03-18 | 000-26504 08696492 |
| | | Information statements | | 000-26504 |



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Endocan Corporation. CIK#: 0000054424 (see all company filings)

SIC: 4813 - TELEPHONE COMMUNICATIONS (NO RADIO TELEPHONE)
 State location: TX | State of Inc.: NV | Fiscal Year End: 1231
 formerly: CASSCO CAPITAL CORP (filings through 2001-03-13)
 formerly: DIVERSIFIED TECHNOLOGIES GROUIP INC (filings through 2001-03-20)
 formerly: DIVERSIFIED TECHNOLOGIES GROUP INC (filings through 2001-05-15)
 formerly: X-CHANGE CORP (filings through 2013-06-05)
 formerly: X-CHANGE CORP INC (filings through 2002-04-01)
 (Assistant Director Office: 11)
 Get insider transactions for this issuer.

Business Address
 12655 N. CENTRAL
 EXPRESSWAY
 SUITE 1000
 DALLAS TX 75243
 972-386-7350

Mailing Address
 12655 N. CENTRAL
 EXPRESSWAY
 SUITE 1000
 DALLAS TX 75243

Filter Results: Filing Type: Prior to: (YYYYMMDD) Ownership? include exclude only Limit Results Per Page

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| Filings | Format | Description | Filing Date | File/Film Number |
|---------|-----------|-------------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-12-000499 (34 Act) Size: 103 KB | 2012-05-16 | 002-41703 12849651 |
| NT 10-Q | Documents | Notification of inability to timely file Form 10-Q or 10-QSB Acc-no: 0001165527-12-000491 (34 Act) Size: 6 KB | 2012-05-16 | 002-41703 12847360 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-12-000402 (34 Act) Size: 177 KB | 2012-05-07 | 002-41703 12815530 |
| 10-Q/A | Documents | [Amend] Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-12-000401 (34 Act) Size: 113 KB | 2012-05-04 | 002-41703 12814755 |
| 8-K | Documents | Current report, items 1.01, 8.01, and 9.01 Acc-no: 0001121781-12-000115 (34 Act) Size: 18 KB | 2012-04-04 | 002-41703 12740962 |
| NTN 10K | Documents | Notices of Late Filings of Form 10-K or 10-KSB Acc-no: 0001121781-12-000113 (34 Act) Size: 14 KB | 2012-04-04 | 002-41703 12740954 |
| 8-K/A | Documents | [Amend] Current report, items 1.01 and 9.01 Acc-no: 0001121781-12-000065 (34 Act) Size: 65 KB | 2012-03-05 | 002-41703 12666449 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001121781-11-000378 (34 Act) Size: 262 KB | 2011-11-25 | 002-41703 111226160 |
| NT 10-Q | Documents | Notification of inability to timely file Form 10-Q or 10-QSB Acc-no: 0001121781-11-000354 (34 Act) Size: 15 KB | 2011-11-15 | 002-41703 111206746 |
| 8-K/A | Documents | [Amend] Current report, items 5.06 and 9.01 Acc-no: 0001165527-11-000959 (34 Act) Size: 84 KB | 2011-10-14 | 002-41703 111141859 |
| 10-Q/A | Documents | [Amend] Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000958 (34 Act) Size: 103 KB | 2011-10-14 | 002-41703 111141853 |
| 8-K/A | Documents | [Amend] Current report, items 5.06 and 9.01 Acc-no: 0001165527-11-000843 (34 Act) Size: 78 KB | 2011-09-08 | 002-41703 111080897 |
| 8-K | Documents | Current report, items 1.01, 5.02, and 9.01 Acc-no: 0001165527-11-000842 (34 Act) Size: 41 KB | 2011-09-08 | 002-41703 111080663 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000761 (34 Act) Size: 91 KB | 2011-08-22 | 002-41703 111048383 |
| NT 10-Q | Documents | Notification of inability to timely file Form 10-Q or 10-QSB Acc-no: 0001165527-11-000701 (34 Act) Size: 6 KB | 2011-08-15 | 002-41703 111035296 |
| 8-K/A | Documents | [Amend] Current report, items 5.06 and 9.01 Acc-no: 0001165527-11-000597 (34 Act) Size: 71 KB | 2011-06-29 | 002-41703 11938786 |
| 8-K | Documents | Current report, items 5.02, 7.01, and 9.01 Acc-no: 0001165527-11-000561 (34 Act) Size: 16 KB | 2011-06-17 | 002-41703 11918119 |
| 8-K | Documents | Current report, items 5.06 and 9.01 Acc-no: 0001165527-11-000517 (34 Act) Size: 5 MB | 2011-06-02 | 002-41703 11887207 |
| 8-K | Documents | Current report, items 8.01 and 9.01 Acc-no: 0001165527-11-000512 (34 Act) Size: 9 KB | 2011-05-31 | 002-41703 11880008 |

End

| | | | | |
|---------|-----------|------------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-11-000451 (34 Act) Size: 84 KB | 2011-05-16 | 002-41703 11843483 |
| 8-K | Documents | Current report, items 1.02, 7.01, and 9.01 Acc-no: 0001165527-11-000390 (34 Act) Size: 5 KB | 2011-04-28 | 002-41703 11786927 |
| 8-K | Documents | Current report, items 5.03 and 9.01 Acc-no: 0001165527-11-000301 (34 Act) Size: 7 KB | 2011-04-01 | 002-41703 11729055 |
| 8-K | Documents | Current report, items 1.01, 7.01, and 9.01 Acc-no: 0001165527-11-000234 (34 Act) Size: 92 KB | 2011-03-11 | 002-41703 11681462 |
| DEF 14C | Documents | Other definitive information statements Acc-no: 0001165527-11-000195 (34 Act) Size: 27 KB | 2011-02-28 | 002-41703 11643194 |
| PRE 14C | Documents | Other preliminary information statements Acc-no: 0001165527-11-000126 (34 Act) Size: 27 KB | 2011-02-04 | 002-41703 11575780 |
| 8-K | Documents | Current report, items 8.01 and 9.01 Acc-no: 0001165527-11-000104 (34 Act) Size: 10 KB | 2011-01-31 | 002-41703 11560345 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-11-000050 (34 Act) Size: 171 KB | < 5/19/2011 | 2011-01-18 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000891 (34 Act) Size: 82 KB | 2010-11-22 | 002-41703 101209355 |
| NT 10-Q | Documents | Notification of inability to timely file Form 10-Q or 10-QSB Acc-no: 0001165527-10-000872 (34 Act) Size: 6 KB | 2010-11-16 | 002-41703 101194580 |
| 8-K | Documents | Current report, items 8.01 and 9.01 Acc-no: 0001165527-10-000749 (34 Act) Size: 18 KB | 2010-10-13 | 002-41703 101122112 |
| 8-K | Documents | Current report, items 8.01 and 9.01 Acc-no: 0001165527-10-000686 (34 Act) Size: 10 KB | 2010-09-20 | 002-41703 101081085 |
| 8-K | Documents | Current report, items 5.02, 8.01, and 9.01 Acc-no: 0001165527-10-000657 (34 Act) Size: 18 KB | 2010-09-10 | 002-41703 101067104 |
| 8-K | Documents | Current report, items 8.01 and 9.01 Acc-no: 0001165527-10-000603 (34 Act) Size: 11 KB | 2010-08-19 | 002-41703 101027310 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000557 (34 Act) Size: 81 KB | 2010-08-12 | 002-41703 101010856 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000335 (34 Act) Size: 74 KB | 2010-04-28 | 002-41703 10777377 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001165527-10-000317 (34 Act) Size: 200 KB | Begin | 2010-04-21 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000316 (34 Act) Size: 78 KB | 2010-04-21 | 002-41703 10760969 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000315 (34 Act) Size: 78 KB | 2010-04-21 | 002-41703 10760968 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001165527-10-000314 (34 Act) Size: 77 KB | 2010-04-21 | 002-41703 10760965 |
| 8-K | Documents | Current report, items 1.01, 5.02, 7.01, and 9.01 Acc-no: 0001121781-10-000183 (34 Act) Size: 45 KB | 2010-04-19 | 002-41703 10755841 |

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U.S. Securities and Exchange Commission

EDGAR Search Results

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Asia Green Agriculture Corp CIK#: 0001440476 (see all company filings) Business Address: SHUINAN INDUSTRIAL AREA, SONGXI COUNTY, FUJIAN PROVINCE, CHINA
 Mailing Address: SHUINAN INDUSTRIAL AREA, SONGXI COUNTY, FUJIAN PROVINCE, CHINA
 SIC: 0100 - AGRICULTURE PRODUCTION - CROPS
 State location: F4 | State of Inc.: NV | Fiscal Year End: 1231
 formerly: SMSA Palestine Acquisition Corp. (filings through 2011-01-18)
 (Assistant Director Office: 5)
 Get insider transactions for this issuer.

Filter Results: Filing Type: Prior to: (YYYYMMDD) Ownership? include exclude only Limit Results Per Page:

Items 1 - 17 RSS Feed

| Filings | Format | Description | Filing Date | File/Film Number |
|----------|-----------|-------------------------------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| SC 14F1 | Documents | Statement regarding change in majority of directors [Rule 14f-1] Acc-no: 0001010549-10-000537 (34 Act) Size: 94 KB | 2010-08-27 | 005-84824 101042766 |
| 8-K/A | Documents | [Amend]Current report, items 1.01, 2.01, 3.02, 4.01, 5.01, 5.02, 5.06, and 9.01 Acc-no: 0001010549-10-000533 (34 Act) Size: 2 MB | 2010-08-26 | 000-53343 101041362 |
| 8-K | Documents | Current report, item 1.01 Acc-no: 0001010549-10-000531 (34 Act) Size: 9 MB | 2010-08-25 | 000-53343 101038348 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000478 (34 Act) Size: 627 KB | 2010-08-11 | 000-53343 101007078 |
| 8-K | Documents | Current report, items 1.01 and 9.01 Acc-no: 0001010549-10-000432 (34 Act) Size: 998 KB | 2010-07-28 | 000-53343 10973769 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000260 (34 Act) Size: 562 KB | 2010-04-30 | 000-53343 10788152 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-10-000171 (34 Act) Size: 832 KB | 2010-03-30 | 000-53343 10712676 |
| SC 13D | Documents | General statement of acquisition of beneficial ownership Acc-no: 0001010549-09-000744 (34 Act) Size: 37 KB | 2009-11-09 | 005-84824 091168781 |
| 8-K | Documents | Current report, items 1.01, 2.01, 5.01, 5.02, and 9.01 Acc-no: 0001010549-09-000740 (34 Act) Size: 145 KB | 2009-11-09 | 000-53343 091166898 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-09-000719 (34 Act) Size: 410 KB | 2009-11-03 | 000-53343 091153046 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-09-000517 (34 Act) Size: 414 KB | 2009-07-23 | 000-53343 09960080 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-09-000318 (34 Act) Size: 370 KB | 2009-04-27 | 000-53343 09772351 |
| SC 13D | Documents | General statement of acquisition of beneficial ownership Acc-no: 0001010549-09-000300 (34 Act) Size: 153 KB | 2009-04-17 | 005-84824 09756962 |
| 10-12G/A | Documents | [Amend]Registration of securities [Section 12(g)] Acc-no: 0001010549-09-000190 (34 Act) Size: 740 KB | 2009-03-25 | 000-53343 09703194 |
| 10-12G | Documents | Registration of securities [Section 12(g)] Acc-no: 0001010549-09-000091 (34 Act) Size: 1 MB | 2009-02-12 | 000-53343 09592775 |
| RW | Documents | Registration Withdrawal Request Acc-no: 0001010549-08-000732 (NE Act) Size: 2 KB | 2008-08-22 | 000-53343 081033673 |
| 10-12G | Documents | Registration of securities [Section 12(g)] Acc-no: 0001010549-08-000575 (34 Act) Size: 581 KB | 2008-07-22 | 000-53343 08962936 |

End

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USA Zhimingde International Group Corp CIK#: 0001363343 (see all company filings)

Business Address
225 BROADWAY
SUITE 910
NEW YORK NY 10007
(212) 608 8858

Mailing Address
225 BROADWAY
SUITE 910
NEW YORK NY 10007

SIC: 6770 - BLANK CHECKS
State location: NY | State of Inc.: NV | Fiscal Year End: 1231
formerly: Marketing Acquisition CORP (filings through 2013-01-15)
formerly: Marketing Acquisition Corp (filings through 2013-01-15)
(Assistant Director Office: All)
Get insider transactions for this issuer.

Filter Results: Filing Type: Prior to: (YYYYMMDD) Ownership? include exclude only Limit Results Per Page

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Includes audit report by successor auditor

| Filings | Format | Description | Filing Date | File/Film Number |
|---------|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-11-000257 (34 Act) Size: 715 KB | 2011-03-28 | 000-52072 11714341 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000646 (34 Act) Size: 412 KB | 2010-11-03 | 000-52072 101161308 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000468 (34 Act) Size: 414 KB | 2010-08-09 | 000-52072 101001164 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000300 (34 Act) Size: 355 KB | 2010-05-11 | 000-52072 10821231 |
| 8-K | Documents | Current report, items 4.01 and 9.01 Acc-no: 0001010549-10-000274 (34 Act) Size: 30 KB | 2010-05-05 | 000-52072 10800318 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-10-000121 (34 Act) Size: 504 KB | 2010-03-05 | 000-52072 10659313 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-09-000762 (34 Act) Size: 268 KB | 2009-11-12 | 000-52072 091174764 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-09-000513 (34 Act) Size: 309 KB | 2009-07-23 | 000-52072 09960046 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-09-000327 (34 Act) Size: 254 KB | 2009-04-28 | 000-52072 09775982 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-09-000047 (34 Act) Size: 484 KB | 2009-01-27 | 000-52072 09547865 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-08-000840 (34 Act) Size: 222 KB | 2008-10-27 | 000-52072 081141458 |
| UPLOAD | Documents | [Cover]SEC-generated letter Acc-no: 0000000000-08-044178 Size: 19 KB | 2008-09-03 | |
| 10KSB/A | Documents | [Amend][Cover]Optional form for annual and transition reports of small business issuers [Section 13 or 15(d), not S-B Item 405] Acc-no: 0001010549-08-000742 (34 Act) Size: 40 KB | 2008-08-27 | 000-52072 081041176 |
| UPLOAD | Documents | [Cover]SEC-generated letter Acc-no: 0000000000-08-042724 Size: 32 KB | 2008-08-25 | |
| 10-K/A | Documents | [Amend][Cover]Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-08-000677 (34 Act) Size: 29 KB | 2008-08-13 | 000-52072 081012443 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-08-000578 (34 Act) Size: 58 KB | 2008-07-23 | 000-52072 08966364 |
| UPLOAD | Documents | [Cover]SEC-generated letter Acc-no: 0000000000-08-036228 Size: 67 KB | 2008-07-22 | |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-08-000315 (34 Act) Size: 54 KB | 2008-04-29 | 000-52072 08783182 |
| 10KSB | Documents | Optional form for annual and transition reports of small business issuers [Section 13 or 15(d), not S-B Item 405] Acc-no: 0001010549-08-000066 (34 Act) Size: 136 KB | 2008-02-08 | 000-52072 08588519 |

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SWH resigned 4/9/2010

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SIGNET INTERNATIONAL HOLDINGS, INC. CIK#: 0001317833 (see all company filings)

Business Address
205 WORTH AVENUE
SUITE 316
PALM BEACH FL 33480
561-832-2000

Mailing Address
205 WORTH AVENUE
SUITE 316
PALM BEACH FL 33480

SIC: 4833 - TELEVISION BROADCASTING STATIONS
State location: FL | State of Inc.: DE | Fiscal Year End: 1231
formerly: 51142 INC. (filings through 2005-09-13)
(Assistant Director Office: 11)
Get insider transactions for this issuer.

Filter Results: Filing Type: Prior to: (YYYYMMDD) Ownership? include exclude only Limit Results Per Page

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Includes audit report by successor auditor

| Filings | Format | Description | Filed/Effective | File/Film Number |
|---------|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|------------------------|
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001213900-11-001910 (34 Act) Size: 1 MB | 2011-04-13 | 000-51185 11756669 |
| NT 10-K | Documents | Notification of inability to timely file Form 10-K 405, 10-K, 10-KSB 405, 10-KSB, 10-KT, or 10-KT405 Acc-no: 0001213900-11-001644 (34 Act) Size: 48 KB | 2011-03-31 | 000-51185 11724826 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001213900-10-004684 (34 Act) Size: 580 KB | 2010-11-15 | 000-51185 101190637 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001213900-10-003305 (34 Act) Size: 566 KB | 2010-08-16 | 000-51185 101019415 |
| 8-K | Documents | Current report, item 1.01 Acc-no: 0001213900-10-002234 (34 Act) Size: 15 KB | 2010-05-27 | 000-51185 10860873 |
| 8-K | Documents | Current report, item 1.01 Acc-no: 0001213900-10-002232 (34 Act) Size: 14 KB | 2010-05-27 | 000-51185 10860871 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001213900-10-002165 (34 Act) Size: 511 KB | 2010-05-24 | 000-51185 10852534 |
| NT 10-Q | Documents | Notification of inability to timely file Form 10-Q or 10-QSB Acc-no: 0001213900-10-001929 (34 Act) Size: 56 KB | 2010-05-17 | 000-51185 10837626 |
| 8-K/A | Documents | [Amend] Current report, items 4.01 and 9.01 Acc-no: 0001213900-10-001794 (34 Act) Size: 26 KB | 2010-05-11 | 000-51185 10819344 |
| 8-K | Documents | Current report, item 5.02 Acc-no: 0001213900-10-001540 (34 Act) Size: 21 KB | 2010-04-19 | 000-51185 10756944 |
| 8-K | Documents | Current report, items 4.01 and 9.01 Acc-no: 0001213900-10-001363 (34 Act) Size: 26 KB | 2010-04-13 | 000-51185 10746207 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001213900-10-001361 (34 Act) Size: 1 MB | 2010-04-12 | 000-51185 10744981 |
| NT 10-K | Documents | Notification of inability to timely file Form 10-K 405, 10-K, 10-KSB 405, 10-KSB, 10-KT, or 10-KT405 Acc-no: 0001213900-10-001127 (34 Act) Size: 54 KB | 2010-03-31 | 000-51185 10716661 |
| 8-K | Documents | Current report, item 1.01 Acc-no: 0001213900-10-000908 (34 Act) Size: 17 KB | 2010-03-15 | 000-51185 10682387 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001213900-09-003255 (34 Act) Size: 496 KB | 2009-11-16 | 000-51185 091187542 |
| 8-K | Documents | Current report, items 1.01 and 9.01 Acc-no: 0001213900-09-002564 (34 Act) Size: 23 KB | 2009-09-21 | 000-51185 091078677 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001213900-09-002002 (34 Act) Size: 714 KB | 2009-08-12 | 000-51185 091006318 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001213900-09-001303 (34 Act) Size: 597 KB | 2009-05-19 | 000-51185 09839564 |
| NT 10-Q | Documents | Notification of inability to timely file Form 10-Q or 10-QSB Acc-no: 0001213900-09-001265 (34 Act) Size: 63 KB | 2009-05-18 | 000-51185 09835423 |
| | | Current report, item 1.01 | | 000-51185 |

End

SWH resigned
4/9/2010

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SMSA GAINESVILLE ACQUISITION CORP. CIK#: 0001474266 (see all company filings)

Business Address
610 COIT ROAD
SUITE 170
PLANO TX 75075
(832) 494-3212

Mailing Address
610 COIT ROAD
SUITE 170
PLANO TX 75075

SIC: 6770 - BLANK CHECKS
State location: TX | State of Inc.: NV | Fiscal Year End: 1231
(Assistant Director Office: All)
Get insider transactions for this issuer.

Filter Results: Filing Type: Prior to: (YYYYMMDD) Ownership? include exclude only Limit Results Per Page

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| Filings | Format | Description | Filing Date | File/Film Number |
|----------|-----------|-----------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-12-000192 (34 Act) Size: 2 MB | 2012-02-23 | 000-53803 12633643 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-11-001230 (34 Act) Size: 1 MB | 2011-11-07 | 000-53803 111184512 |
| 10-Q/A | Documents | [Amend] Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-11-000995 (34 Act) Size: 1 MB | 2011-09-06 | 000-53803 111076228 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-11-000802 (34 Act) Size: 548 KB | 2011-08-08 | 000-53803 111017047 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-11-000427 (34 Act) Size: 499 KB | 2011-05-10 | 000-53803 11827462 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-11-000214 (34 Act) Size: 889 KB | 2011-03-08 | 000-53803 11670933 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000716 (34 Act) Size: 518 KB | 2010-11-15 | 000-53803 101190747 |
| SC 13D | Documents | General statement of acquisition of beneficial ownership Acc-no: 0001010549-10-000448 (34 Act) Size: 46 KB | 2010-08-04 | 005-85596 10989943 |
| 8-K | Documents | Current report, items 1.01, 2.01, 5.01, 5.02, and 9.01 Acc-no: 0001010549-10-000446 (34 Act) Size: 179 KB | 2010-08-04 | 000-53803 10989914 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000444 (34 Act) Size: 679 KB | 2010-08-03 | 000-53803 10987015 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000290 (34 Act) Size: 619 KB | 2010-05-10 | 000-53803 10816174 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-10-000142 (34 Act) Size: 687 KB | 2010-03-16 | 000-53803 10684682 |
| UPLOAD | Documents | [Cover] SEC-generated letter Acc-no: 0000000000-10-000920 Size: 11 KB | 2010-01-06 | |
| 10-12G/A | Documents | [Amend][Cover] Registration of securities [Section 12(g)] Acc-no: 0001010549-09-000844 (34 Act) Size: 862 KB | 2009-12-22 | 000-53803 091255043 |
| UPLOAD | Documents | [Cover] SEC-generated letter Acc-no: 0000000000-09-071702 Size: 16 KB | 2009-12-21 | |
| 10-12G/A | Documents | [Amend][Cover] Registration of securities [Section 12(g)] Acc-no: 0001010549-09-000821 (34 Act) Size: 965 KB | 2009-12-08 | 000-53803 091229265 |
| UPLOAD | Documents | [Cover] SEC-generated letter Acc-no: 0000000000-09-062566 Size: 115 KB | 2009-11-04 | |
| 10-12G | Documents | Registration of securities [Section 12(g)] Acc-no: 0001010549-09-000693 (34 Act) Size: 3 MB | 2009-10-21 | 000-53803 091129588 |

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SMSA CRANE ACQUISITION CORP. CIK#: 0001473287 (see all company filings)

SIC: 6770 - BLANK CHECKS
State location: FL | State of Inc.: NV | Fiscal Year End: 1231
(Assistant Director Office: All)
Get insider transactions for this issuer.

Business Address
1172 SOUTH DIXIE HWY
SUITE 335
CORAL GABLES FL 33146
787-685-5046

Mailing Address
1172 SOUTH DIXIE HWY
SUITE 335
CORAL GABLES FL 33146

Filter Results: Filing Type: Prior to: (YYYYMMDD) Ownership? include exclude only Limit Results Per Page

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| Filings | Format | Description | Filing Date | File/Film Number |
|----------|-----------|-----------------------------------------------------------------------------------------------------------------|-------------|------------------------|
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-12-000141 (34 Act) Size: 3 MB | 2012-02-14 | 000-53800 12605011 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-11-001197 (34 Act) Size: 1 MB | 2011-10-31 | 000-53800 111167109 |
| 10-Q/A | Documents | [Amend] Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-11-000985 (34 Act) Size: 1 MB | 2011-09-02 | 000-53800 111073671 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-11-000804 (34 Act) Size: 544 KB | 2011-08-08 | 000-53800 111017060 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-11-000414 (34 Act) Size: 501 KB | 2011-05-05 | 000-53800 11813554 |
| 10-K | Documents | Annual report [Section 13 and 15(d), not S-K Item 405] Acc-no: 0001010549-11-000205 (34 Act) Size: 905 KB | 2011-03-07 | 000-53800 11667134 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000714 (34 Act) Size: 529 KB | 2010-11-15 | 000-53800 101190434 |
| SC 13D | Documents | General statement of acquisition of beneficial ownership Acc-no: 0001010549-10-000684 (34 Act) Size: 42 KB | 2010-11-10 | 005-85746 101179604 |
| 8-K | Documents | Current report, items 1.01, 2.01, 5.01, 5.02, and 9.01 Acc-no: 0001010549-10-000681 (34 Act) Size: 174 KB | 2010-11-10 | 000-53800 101178833 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000453 (34 Act) Size: 677 KB | 2010-08-04 | 000-53800 10990671 |
| 10-Q | Documents | Quarterly report [Sections 13 or 15(d)] Acc-no: 0001010549-10-000292 (34 Act) Size: 624 KB | 2010-05-10 | 000-53800 10817207 |
| UPLOAD | Documents | [Cover] SEC-generated letter Acc-no: 0000000000-10-011650 Size: 11 KB | 2010-03-02 | |
| 10-12G/A | Documents | [Amend][Cover] Registration of securities [Section 12(g)] Acc-no: 0001010549-10-000104 (34 Act) Size: 736 KB | 2010-02-22 | 000-53800 10622480 |
| UPLOAD | Documents | [Cover] SEC-generated letter Acc-no: 0000000000-10-006764 Size: 26 KB | 2010-02-02 | |
| 10-12G | Documents | [Cover] Registration of securities [Section 12(g)] Acc-no: 0001010549-10-000020 (34 Act) Size: 3 MB | 2010-01-12 | 000-53800 10521975 |
| RW | Documents | Registration Withdrawal Request Acc-no: 0001010549-09-000815 (NE Act) Size: 16 KB | 2009-11-23 | 000-53800 091200839 |
| 10-12G | Documents | Registration of securities [Section 12(g)] Acc-no: 0001010549-09-000677 (34 Act) Size: 3 MB | 2009-10-08 | 000-53800 091111391 |

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**Division's Supplemental
Exhibit B**

Morningstar[®] Document ResearchSM

FORM DEF 14C

USA Zhimingde International Group Corp - ZMDC

Filed: January 15, 2013 (period: January 11, 2013)

All other definitive information statements

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 14C

INFORMATION STATEMENT
PURSUANT TO SECTION 14(C)
OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED

Information Statement Pursuant to Section 14(c) of the Securities Exchange Act of 1934

Check the appropriate box:

- Preliminary Information Statement
- Definitive Information Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14c-5(d)(2))

MARKETING ACQUISITION CORPORATION
(Name of Registrant As Specified In Its Charter)

Payment of Filing Fee (Check the Appropriate Box):

- No fee required
- Fee computed on table below per Exchange Act Rules 14c-5(g) and 0-11.
- (1) Title of each class of securities to which transaction applies: _____
- (2) Aggregate number of securities to which the transaction applies: _____
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined): _____
- (4) Proposed maximum aggregate value of transaction: _____
- (5) Total fee paid: _____
- Fee paid previously with preliminary materials
- check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
- (1) Amount previously paid: _____
- (2) Form, Schedule or Registration Statement No.: _____
- (3) Filing Party: _____
- (4) Date Filed: _____
-

MARKETING ACQUISITION CORPORATION
NOTICE OF STOCKHOLDER
January 11, 2013

To our Stockholders:

We are furnishing the attached Information Statement to the holders of common stock of Marketing Acquisition Corporation, a Nevada corporation (the "Company," "we," "us" or "our"). The purpose of the Information Statement is to notify stockholders that a holder of more than a majority of our common stock, par value \$0.001 per share (the "Common Stock"), who owns approximately 91% of the Common Stock either directly or indirectly (the "Voting Stockholder"), has taken and approved the following amendment to the Amended Articles of Incorporation (each the "Amendment" or "Action", collectively the "Amendments" or the "Actions"), which are fully described in the accompanying information statement, without a meeting of the stockholders of the Company:

1. To change our name to "USA Zhimingde International Group Corporation" (the "Name Change");
2. To grant the Board of Directors (the "Board") exclusive authority to adopt, amend or repeal the Company's Bylaws;
3. To expand the indemnification and limit the personal liability of members of our Board of Directors;

Our Amended and Restated Articles of Incorporation are set forth in Exhibit A attached hereto (the "Amended and Restated Charter").

Pursuant to Rule 14c-2 of the Securities Exchange Act of 1934, as amended, (the "Exchange Act"), the Actions will become effective on or after February 4, 2013, which is 20 calendar days following the date we first mail the Information Statement to our stockholders. As soon as practicable after such date, we intend to file the Amended and Restated Charter with the Nevada Secretary of State effecting the Actions.

The accompanying Information Statement is being furnished to our stockholders for informational purposes only, pursuant to Section 14(c) of the Exchange Act and the rules and regulations prescribed thereunder. As described in this Information Statement, the Amended and Restated Charter has been approved by stockholders representing more than a majority of the voting power of our outstanding Common Stock. The Board is not soliciting your proxy or consent in connection with the matters discussed above. You are urged to read the Information Statement in its entirety for a description of the action approved by a certain stockholder holding more than a majority of the voting power of our outstanding Common Stock.

The Information Statement is being mailed on or about January 14, 2013 to stockholders of record as of November 26, 2012, the record date for determining our stockholders eligible to consent in writing to the matters discussed above and entitled to notice of those matters.

THIS IS FOR YOUR INFORMATION ONLY. YOU DO NOT NEED TO DO ANYTHING IN RESPONSE TO THIS INFORMATION STATEMENT. THIS IS NOT A NOTICE OF SPECIAL MEETING OF STOCKHOLDERS AND NO STOCKHOLDER MEETING WILL BE HELD TO CONSIDER ANY MATTER DESCRIBED HEREIN.

Sincerely

/s/ Zhongquan Zou
Director

Marketing Acquisition Corporation
225 Broadway Suite 910 New York, NY 10007
(212) 608 8858
INFORMATION STATEMENT

**We Are Not Asking You for a Proxy and
You Are Requested Not To Send Us a Proxy**

INTRODUCTION

Stockholder Action

We are disseminating this Information Statement to notify you that the Voting Stockholder, being the owners of more than a majority of the voting power of the Company's outstanding Common Stock as of November 26, 2012 ("Record Date"), delivered a written consent to approve the Amended and Restated Articles of Incorporation, as set forth in Exhibit A attached hereto (the "Amended and Restated Charter") to effect the change of our name to "USA Zhimingde International Group Corporation" (the "Name Change") and other amendments to our Amended Articles of Incorporation (each the "Amendment" or "Action", collectively the "Amendments" or the "Actions").

Vote Required

We are not seeking consents, authorizations or proxies from you. After the Amendments were approved by the Board, the Voting Stockholder accomplished the vote which was required to approve the Amendments.

On the Record Date, there were 1,853,207 shares of Common Stock issued and outstanding. Each share of Common Stock is entitled to one vote. The Voting Stockholder owns 1,687,502 shares, or approximately 91% of the voting stock.

The Nevada Revised Statutes (the "NRS") permits the holders of a corporation's outstanding stock representing a majority of that corporation's voting power to approve and authorize corporate Actions by written consent as if such Actions were undertaken at a duly called and held meeting of stockholders. In order to significantly reduce the costs and management time involved in soliciting and obtaining proxies to approve the Actions, and in order to effectuate the Actions as early as possible, the Board elected to utilize, and did in fact obtain, the written consent of the Voting Stockholder. The written consent satisfies the stockholder approval requirement for the Actions. Accordingly, under the NRS, no other Board or stockholder approval is required in order to effect the Actions.

Effective Date

This Information Statement is being mailed on or about January 14, 2013 to the Company's stockholders of record as of the Record Date. The Actions will be effective when the Amended and Restated Charter is filed with the Nevada Secretary of State. The Company will not make such filing until on or after February 4 2013, a date that is more than 20 calendar days after this Information Statement is first sent to our stockholders. We anticipate that we will file our Amended and Restated Charter to effect the Actions soon after February 4, 2013.

The expenses associated with the mailing of this Information Statement will be borne by the Company, including expenses in connection with the preparation of this Information Statement and all documents that now accompany or may in the future supplement it. The Company contemplates that brokerage houses, custodians, nominees, and fiduciaries will forward this Information Statement to the beneficial owners of Common Stock held of record as of the Record Date by these persons and the Company will reimburse them for their reasonable expenses incurred in this process.

No Dissenters' Rights

Under the NRS, Company stockholders are not entitled to dissenters' rights with respect to the Actions.

Change of Control

On December 7, 2012, Halter Financial Investments, L.P. ("HFI"), a Texas limited partnership, Glenn A. Little ("Little"), The Halter Group, Inc., a Texas corporation formerly known and currently doing business as Halter Financial Group, ("HFG", together with HFI and Little, each a "Seller" and collectively, the "Sellers"), who owned, in the aggregate, 1,687,502 shares of our Common Stock, entered into a Securities Purchase Agreement ("SPA") with USA Zhimingde International Group Inc., a New Jersey corporation ("Zhimingde") pursuant to which Zhimingde purchased 1,687,502 shares of our Common Stock for \$275,000. Following consummation of the transactions contemplated by the SPA (the "Purchase") on December 7, 2012 (the "Closing Date"), Zhimingde owned approximately 91% of our voting securities. The Purchase has resulted in a change in control of the Company.

Proposals by Security Holders

No stockholder has requested that we include any additional proposals in this Information Statement.

Security Ownership of Certain Beneficial Owners and Management

As of the Closing Date, we had 1,853,207 shares of Common Stock outstanding and no shares of preferred stock, warrants or options were issued and outstanding. Common Stock holders are entitled to one vote per share. The following table sets forth the beneficial ownership of the Common Stock as of the Record Date by each person who served as a director and/or an executive officer of the Company on that date, the number of shares beneficially owned by all of the Company's directors and executive officers as a group, and any persons who beneficially own 5% or greater of the Common Stock as of the Closing Date.

| <u>Name and address</u> | <u>Number of Shares</u> | <u>Percentage (2)</u> |
|--------------------------------------------------------------------------------------------|-------------------------|-----------------------|
| USA Zhimingde International Group, Inc. 225 Broadway Suite 910 New York, NY10007 (1) | 1,687,502 | 91% |

(1) Mr. Zhongquan Zhou, who is the sole director of USA Zhimingde International Group, Inc., may be regarded as the beneficial owner of these shares.

Interested Party Disclosure

To the extent that certain of the Actions have anti-takeover implications (even though the Company is not aware of any pending takeover threat), these may be perceived as potentially benefitting insiders. Finally, if the Company ultimately utilizes its capital to effect any strategic transaction with a related party, that related party could be deemed to derive a direct or indirect benefit from the Actions.

DESCRIPTION OF STOCKHOLDER ACTIONS

Introduction

The Voting Stockholder voted in favor of the Amendments as a result of the acquisition of all of their shares of our Common Stock from the Sellers pursuant to the SPA. The Amendments are aimed to reflect the change of control in our Company and allow the Company greater flexibility to implement its business plan and anticipated operations.

The Amended and Restated Charter was adopted by the Board and approved by the Voting Stockholder on December 7, 2012. The description of the Amended and Restated Charter in this Information Statement is intended to be a summary only and is qualified in its entirety by the terms of such Amended and Restated Charter included in this Information Statement as Exhibit A.

Reasons for the Amendments:

A. To change our name to "USA Zhimingde International Group Corporation" (the "Name Change")

Following consummation of the transactions contemplated by the SPA, Zhimingde owned approximately 91% of our voting securities. The Name Change is aimed to reflect the change of control in our Company and the potential change in the Company's business, which may relate to marketing, selling and distributing certain herbal products manufactured in China. Mr. Zhongquan Zou, who is the beneficial owner of the 1,687,502 shares held by USA Zhimingde International Group, Inc., is the founder and majority owner of certain entities in China whose principal business is manufacture, marketing and distribution of certain herbal products in China. No terms or agreements have been entered into as of the date hereof and there is no assurance that such agreements will ever be entered into. If any such agreement is entered into or the business is changed, the Company would file a current report on Form 8-K as necessary.

Accordingly, the Voting Stockholder has approved the Amendment.

B. Amend and restate our Amended Articles of Incorporation to grant the Board of Directors exclusive authority to adopt, amend or repeal the Company's Bylaws:

Section 78.120 of the NRS provides that the articles of incorporation of a corporation may grant the authority to adopt, amend or repeal its bylaws exclusively to the corporation's board of directors. The Company would like to take advantage of the rights granted by the NRS by adding an Article X in the Amended and Restated Charter that provides that only the Board has the ability to amend the Company's Bylaws.

This amendment, however, limits the stockholders' ability to propose and adopt a change to the Bylaws which the stockholder may deem to be in their best interest. This would limit the stockholders' input into the proceedings of the Company. Notwithstanding such limitation, the Company believes the addition will likely create a greater chance of continuity of the Bylaws and therefore be in the best interests of the Company and its stockholders.

Accordingly, the Voting Stockholder has approved the Amendment.

C. Amend and restate our Amended Articles of Incorporation to expand the indemnification and limit the personal liability of members of our Board of Directors:

The principal purpose and intent of this amendment is to give the members of the Board reasonable assurance that their personal liability exposure will be limited. The Amended and Restated Charter includes a new Article VIII that contains revised indemnification provisions and the inclusion of the limitation on personal liability of directors, as permitted by the NRS and often found in charters of Nevada corporations.

The revised indemnification provisions and limitation of liability in our Amended and Restated Charter may discourage stockholders from bringing a lawsuit against directors for breach of their fiduciary duty. These provisions may also have the effect of reducing the likelihood of derivative litigation against directors and officers, even though such an action, if successful, might otherwise benefit us and our stockholders. In addition, stockholders' investments may be adversely affected to the extent we pay the costs of settlement and damage awards against directors and officers pursuant to these indemnification provisions.

There is currently no pending material litigation or proceeding involving any of our directors or officers for which indemnification is sought.

The Board believes that this amendment is necessary in order for the Company to be able to attract and retain qualified candidates to serve on the Board and therefore is in the best interests of the Company and its stockholders.

Accordingly, the Voting Stockholder has approved the Amendment.

Effectiveness of the Amendments

We intend to file, as soon as practicable on or after the twentieth (20th) day after this Information Statement is sent to our stockholders, the Amended and Restated Charter effectuating the Amendments with the Nevada Secretary of State. The Amendments will become effective at the close of business on the date the Certificate of Amendment to Amended and Restated Charter is accepted for filing for the Nevada Secretary of State. It is presently contemplated that such filing will be made on or after February 4, 2013.

ANNUAL REPORT ON FORM 10-K AND ADDITIONAL INFORMATION

Information Available

The Company is subject to the information and reporting requirements of the Exchange Act and in accordance with the Exchange Act, the Company files periodic reports, documents and other information with the SEC relating to its business, financial statements and other matters, including the Company's annual report on Form 10-K for the year ended December 31, 2011, and any reports prior to or subsequent to that date.

These reports and other information filed by the Company with the SEC may be inspected and are available for copying at the public reference facilities maintained at the Securities and Exchange Commission at 100 F Street NW, Washington, D.C. 20549.

The Company's filings with the Securities and Exchange Commission are also available to the public from the SEC's website, <http://www.sec.gov>. The Company's Annual Report on Form 10-K for the year ended December 31, 2011, and other reports filed under the Exchange Act, are also available to any stockholder at no cost upon request to: 225 Broadway Suite 910 New York, NY 10007.

Delivery Of Documents To Security Holders Sharing An Address

If hard copies of the materials are requested, we will send only one Information Statement and other corporate mailings to stockholders who share a single address unless we received contrary instructions from any stockholder at that address. This practice, known as "householding," is designed to reduce our printing and postage costs. However, the Company will deliver promptly upon written or oral request a separate copy of the Information Statement to a stockholder at a shared address to which a single copy of the Information Statement was delivered. You may make such a written or oral request by (a) sending a written notification stating (i) your name, (ii) your shared address and (iii) the address to which the Company should direct the additional copy of the Information Statement, to the Company at 225 Broadway Suite 910 New York, NY 10007 Tel: (212) 608 8858.

If multiple stockholders sharing an address have received one copy of this Information Statement or any other corporate mailing and would prefer the Company to mail each stockholder a separate copy of future mailings, you may send notification to or call the Company's principal executive offices. Additionally, if current stockholders with a shared address received multiple copies of this Information Statement or other corporate mailings and would prefer the Company to mail one copy of future mailings to stockholders at the shared address, notification of such request may also be made by mail or telephone to the Company's principal executive offices.

By Order of the Board of Directors

s/ Zhongquan Zou
Chief Executive Officer, Chief Financial Officer,
President, Secretary and Treasurer

Exhibit A

Amended and Restated Articles of Incorporation
Of Marketing Acquisition Corporation

Marketing Acquisition Corporation, a corporation existing under the laws of the State of Nevada, does hereby certify as follows:

1. The name of the corporation (the "Corporation") is Marketing Acquisition Corporation.
 2. The original Articles of Incorporation of the Corporation was filed in the office of the Secretary of State of the State of Nevada on June 9, 2006. An Amended Articles of Incorporation of the Corporation was filed in the Office of the Secretary of State of the State of Nevada on May 17, 2007.
 3. This Amended and Restated Articles of Incorporation (the "Articles") amend, restate, and integrate the provisions of the Amended Articles of Incorporation of the Corporation.
 4. The Articles were duly adopted and approved by the written consent of the majority stockholder of the Corporation and by the written consent of the board of directors of the Corporation in accordance with the Sections 78.315 and 78.320 of the Nevada Revised Statutes.
 5. The text of the Amended and Restated Articles of Incorporation of the Corporation, as amended to date, is hereby amended and restated to read in its entirety as follows:
-

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MARKETING ACQUISITION CORP.,
a Nevada corporation

Marketing Acquisition Corp. hereby amends and restates its Articles of Incorporation (these "Articles of Incorporation") pursuant to Chapter 78 of the Nevada Revised Statutes ("NRS").

ARTICLE I

NAME

The name of the corporation is USA Zhimingde International Group Corporation. (the "Corporation").

ARTICLE II

REGISTERED OFFICE

The initial registered agent of the Corporation for Service of Process shall be Vcorp Services, LLC. The Corporation may, from time to time, in the manner provided by law, change the resident agent and the registered office within the State of Nevada. The Corporation may also maintain an office or offices for the conduct of its business, either within or without the State of Nevada.

ARTICLE III

BUSINESS PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may now or hereafter be organized under Chapter 78 of the NRS, as the same exists or as may hereafter be amended from time to time.

ARTICLE IV

CAPITAL STOCK

A. Classes of Stock. The Corporation is authorized to issue two classes of shares to be designated as "Common Stock" and "Preferred Stock," respectively. The Corporation has the authority to issue 100,000,000 total shares of Common Stock with par value of \$0.001 per share and 50,000,000 total shares of Preferred Stock with par value of \$0.001 per share.

B. Preferred Stock. The Corporation's board of directors (the "Board" or "Board of Directors") shall have the authority to authorize the issuance of the Preferred Stock from time to time in one or more classes or series, and to state in the resolution or resolutions from time to time adopted providing for the issuance thereof the following:

1. Whether or not the class or series shall have voting rights, full or limited, the nature and qualifications, limitations and restrictions on those rights, or whether the class or series will be without voting rights;
2. The number of shares to constitute the class or series and the designation thereof;
3. The preferences and relative, participating, optional or other special rights, if any, and the qualifications, limitations, or restrictions thereof, if any, with respect to any class or series;
4. Whether or not the shares of any class or series shall be redeemable and if redeemable, the redemption price or prices, and the time or times at which, and the terms and conditions upon which, such shares shall be redeemable and the manner of redemption;

5. Whether or not the shares of a class or series shall be subject to the operation of retirement or sinking funds to be applied to the purchase or redemption of such shares for retirement, and if such retirement or sinking funds be established, the amount and the terms and provisions thereof;

6. The dividend rate, whether dividends are payable in cash, stock of the Corporation, or other property, the conditions upon which and the times when such dividends are payable, the preference to or the relation to the payment of dividends payable on any other class or classes or series of stock, whether or not such dividend shall be cumulative or noncumulative, and if cumulative, the date or dates from which such dividends shall accumulate;

7. The preferences, if any, and the amounts thereof which the holders of any class or series thereof are entitled to receive upon the voluntary or involuntary dissolution of, or upon any distribution of assets of, the Corporation;

8. Whether or not the shares of any class or series are convertible into, or exchangeable for, the shares of any other class or classes or of any other series of the same or any other class or classes of stock of the Corporation and the conversion price or prices or ratio or ratios or the rate or rates at which such exchange may be made, with such adjustments, if any, as shall be stated and expressed or provided for in such resolution or resolutions; and

9. Such other rights and provisions with respect to any class or series as the Board of Directors deem advisable.

The shares of each class or series of the Preferred Stock may vary from the shares of any other class or series thereof in any respect. The Board of Directors may increase the number of shares of the Preferred Stock designated for any existing class or series by a resolution adding to such class or series authorized and unissued shares of the Preferred Stock not designated for any existing class or series of the Preferred Stock.

ARTICLE V

BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by and under the directorship of the Board of Directors. The number of directors of the Corporation shall be as determined from time to time pursuant to the provisions of the bylaws of the Corporation (the "Bylaws"), except that at no time shall there be less than one director.

ARTICLE VI

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE VII

BYLAWS

In furtherance and not in limitation of any powers under the law, the Board shall have exclusive authority to adopt, alter, amend, rescind or repeal the Bylaws.

ARTICLE VIII

LIABILITY AND INDEMNIFICATION

A. Limitation of Personal Liability. To the maximum extent permitted under applicable law, there shall be no personal liability of a director or an officer to the Corporation or its stockholders for damages for breach of fiduciary duty as a director or an officer.

B. Indemnification of Directors and Officers. Subject to the requirements of applicable Nevada law requiring mandatory indemnification, if any, the Corporation shall indemnify, to the maximum extent permitted by Nevada law:

1. Any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, except an action by or in the right of the Corporation, by reason of the fact that such person is or was a director or officer of the Corporation, or such person is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding if such person acted in good faith and in a manner that he or she reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe such person's conduct was unlawful.

(a) Notwithstanding the foregoing, no indemnification shall be required if it is proven such person's act, or failure to act, constituted a breach of such person's fiduciary duties as a director or officer, and such person's breach of those duties involved intentional misconduct, fraud or a knowing violation of law, making such person liable pursuant to NRS 78.138.

(b) The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner that such person reasonably believed to be in or not opposed to the best interests of the Corporation, and that, with respect to any criminal action or proceeding, such person had reasonable cause to believe that his or her conduct was unlawful.

2. Any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that such person is or was a director or officer of the Corporation, or such person is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses, including attorneys' fees, actually and reasonably incurred by such person in connection with the defense or settlement of such action or suit unless it is proven his or her act, or failure to act, constituted a breach of his or her fiduciary duties as a director or officer, and such person's breach of those duties involved intentional misconduct, fraud or a knowing violation of law, making him or her liable pursuant to NRS 78.138; provided, however, that he or she acted in good faith and in a manner that he or she reasonably believed to be in or not opposed to the best interests of the Corporation.

C. Indemnification of Employees and Other Persons. The Corporation shall have the power to indemnify, to the extent permitted by Chapter 78 of the NRS, as it presently exists or may hereafter be amended from time to time, any employee or agent of the Corporation, who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation, or such person is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding.

D. Time of Indemnification. The Corporation shall indemnify the directors and officers of the Corporation for expenses incurred in defending a civil or criminal action, suit or proceeding as they are incurred in advance of the final disposition of the action, suit or proceeding, upon receipt of an undertaking by or on behalf of such directors or officers to repay the amount of such expenses if it is ultimately determined by a court of competent jurisdiction that such person is not entitled to be indemnified by the Corporation.

E. Insurance. To the extent that the Corporation maintains an insurance policy or policies providing liability insurance for directors or officers of the Corporation or of any other corporation, partnership, joint venture, trust, or other enterprise which such person serves at the request of the Corporation, such persons shall be covered by such policy or policies in accordance with its or their terms to the maximum extent of the coverage available for any such director or officer under such policy or policies. Without limiting the foregoing, the Corporation will use its reasonable best efforts to maintain director and officer liability insurance in respect of acts or omissions occurring during the period of time that its directors and officers serve or have served as an officer, director, agent or employee of the Corporation, covering such persons on terms at least as favorable as the coverage currently in effect as of the effectiveness of these Articles of Incorporation, provided that in satisfying its obligation under this Paragraph (E), the Corporation shall not be obligated to pay premiums in excess of 200% of the amount per annum the Corporation paid in its last full fiscal year prior to the date hereof, and if the Corporation is unable to obtain the insurance required by this Paragraph (E), it shall obtain as much comparable insurance as possible for an annual premium equal to such maximum amount.

F. Benefit. The indemnification and advancement of expenses hereby authorized is continuing and shall inure to the benefit of the heirs, executors and administrators of each such director, officer, employee and agent, as applicable.

G. Repeal. Any repeal or modification of this Article VII shall be prospective only, and shall not adversely affect any indemnification or limitations on the personal liability of a director or an officer of the Corporation for acts or omissions prior to such repeal or modification. Further, neither any amendment nor repeal of this Article VII, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article VII, shall eliminate or reduce the effect of this Article VII in respect of any matter occurring, or any cause of action, suit or claim accruing or arising or that, but for this Article VII, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE IX

PREEMPTIVE RIGHTS

No stockholder of the Corporation shall have a preemptive right to acquire the Corporation's unissued shares unless and to the extent a written agreement between such stockholder and the Corporation provides for such preemptive right.

ARTICLE X

AMENDMENTS

Except as expressly provided by Article VII above, the Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter permitted by Nevada law, and all rights conferred upon stockholders granted by these Articles are subject to this reservation.

IN WITNESS WHEREOF, the Corporation has caused this Amendment to the Amended Articles of Incorporation of Marketing Acquisition Corporation. to be duly executed by the undersigned this • day of February, 2013.

MARKETING ACQUISITION CORPORATION

By: /s/Zhongquan Zou
Zhongquan Zou
President, Chief Executive Officer, Chief Financial
Officer,
Treasurer and Secretary and Chairman of the Board

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FORM 8-K

JD International Ltd - N/A

Filed: December 02, 2013 (period: November 26, 2013)

Report of unscheduled material events or corporate changes.

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 26, 2013

JD INTERNATIONAL LIMITED

(Exact name of registrant as specified in its charter)

NEVADA

(State or other jurisdiction of incorporation)

[REDACTED]
(Commission File Number)

[REDACTED]
(IRS Employer Identification No.)

G/F First Asia Tower, 8 Fui Yiu Kok Street, Tsuen Wan, NT, Hong Kong
(Address of Principal Executive Offices)

[REDACTED]
Registrant's telephone number, including area code

Truewest Corporation

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.03. Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On November 26, 2013, Truwest Corporation filed its Certificate of Amendment (the "Certificate of Amendment") effecting name change of the Company to JD International Limited.

The Company is in the process of notifying the Financial Industry Regulatory Authority ("FINRA") of the name change. The new CUSIP number for the Company's common stock following the name change is 46616X 106.

The Certificate of Amendment was filed with the Secretary of State of the State of Nevada, and is attached as Exhibit 3.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statement and Exhibits.

(d) Exhibits.

The following documents are filed herewith:

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|--------------------------|
| Exhibit 3.1 | Certificate of Amendment |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

JD International Limited

Date: November 26, 2013

By: /s/ Cheung Wai Yin
Name: Cheung Wai Yin
Title: Chief Executive Officer

EXHIBIT INDEX

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|--------------------------|
| Exhibit 3.1 | Certificate of Amendment |



ROSS MILLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4520
(775) 684-5708
Website: www.nv.gov

Certificate of Amendment
(PURSUANT TO NRS 78.385 AND 78.390)

| | |
|------------------------|----------------------|
| Filed in the office of | [Redacted] |
| | Filing Date and Time |
| Ross Miller | 11/26/2013 4:10 PM |
| Secretary of State | Entity Number |
| State of Nevada | [Redacted] |

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After issuance of Stock)

1. Name of corporation:
Truwest Corporation

2. The articles have been amended as follows: (provide article numbers, if available)
"1. The name of the corporation is: "JD International Limited"

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise a least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation" have voted in favor of the amendment is: a majority

4. Effective date and time of filing: (optional) Date: Time:
(must not be later than 90 days after the certificate is filed)

5. Signature: (required)

X

Signature of Officer

"If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.
This form must be accompanied by appropriate fees.

Nevada Secretary of State Amend Profit After
Revised: 8-31-11

SECRETARY OF STATE



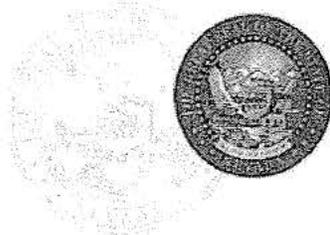
NEVADA STATE BUSINESS LICENSE

JD INTERNATIONAL LIMITED
Nevada Business Identification # NV20061713754

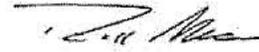
Expiration Date: November 30, 2013

In accordance with Title 7 of Nevada Revised Statutes, pursuant to proper application duly filed and payment of appropriate prescribed fees, the above named is hereby granted a Nevada State Business License for business activities conducted within the State of Nevada.

This license shall be considered valid until the expiration date listed above unless suspended or revoked in accordance with Title 7 of Nevada Revised Statutes.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on November 27, 2013


ROSS MILLER
Secretary of State

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FORM 8-K

Endocan Corporation. - ENDO

Filed: November 07, 2013 (period: November 06, 2013)

Report of unscheduled material events or corporate changes.

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d) off The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **November 6, 2013**

ENDOCAN CORPORATION.

(Exact name of registrant as specified in charter)

Nevada
(State or other jurisdiction of incorporation)

[REDACTED]
(Commission File Number)

[REDACTED]
(IRS Employer Identification No.)

12655 North Central Expressway, Suite 1000,
Dallas, Texas
(Address of principal executive offices)

75243
(Zip Code)

[REDACTED]
Registrant's telephone number

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On November 6, 2013, The X-Change Corporation (the "Company") received approval from FINRA to change its name to Endocan Corporation. The name change was approved by a majority of the Company's shareholders on September 23, 2013.

Item 8.01. Other Events.

Effective November 6, 2013, the Company will begin to trade on the OTC Markets under the new ticker symbol "ENDO", which reflects the name change.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 6, 2013

**Division's Supplemental
Exhibit C**

| | A | B | C |
|----|----------------|---------|-----------|
| | EGHA US Equity | \$1.01 | \$ 3.74 |
| 1 | | | |
| 2 | | | 4,197 |
| 3 | Date | PX_LAST | PX_VOLUME |
| 4 | 1/22/2010 | \$ 0.12 | 198 |
| 5 | 1/26/2010 | \$ 0.12 | 100 |
| 6 | 5/6/2010 | \$ 0.07 | 993 |
| 7 | 7/1/2010 | \$ 0.16 | 198 |
| 8 | 10/19/10 | \$3.00 | 1,100 |
| 9 | 11/2/10 | \$1.01 | 200 |
| 10 | 11/23/10 | \$1.21 | 297 |
| 11 | 12/17/10 | \$1.21 | 100 |
| 12 | 12/23/10 | \$1.21 | 100 |
| 13 | 1/10/11 | \$1.21 | 400 |
| 14 | 2/2/11 | \$1.21 | 100 |
| 15 | 2/24/11 | \$1.02 | 199 |
| 16 | 3/8/11 | \$1.02 | 100 |
| 17 | 3/22/11 | \$1.03 | 100 |
| 18 | 4/6/11 | \$1.03 | 100 |
| 19 | 5/25/11 | \$1.03 | 1,001 |
| 20 | 6/14/11 | \$1.03 | 100 |
| 21 | 6/21/11 | \$3.74 | 300 |
| 22 | 9/21/2011 | \$ 1.07 | 100 |
| 23 | 11/29/2011 | \$ 1.07 | 100 |
| 24 | 12/2/2011 | \$ 1.07 | 1,092 |
| 25 | 1/17/2012 | \$ 1.07 | 100 |
| 26 | 5/10/2012 | \$ 1.07 | 100 |
| 27 | 5/14/2012 | \$ 1.07 | 100 |
| 28 | 7/16/2012 | \$ 1.07 | 300 |
| 29 | 8/2/2012 | \$ 1.07 | 100 |
| 30 | 8/10/2012 | \$ 1.07 | 118 |
| 31 | 11/20/2012 | \$ 1.07 | 100 |
| 32 | 11/27/2012 | \$ 1.07 | 100 |
| 33 | 12/13/2012 | \$ 1.07 | 200 |
| 34 | 12/18/2012 | \$ 1.07 | 100 |

| | AM | AN | AO |
|----|-------------------|---------|-----------|
| | EDRG US Equity | \$ 0.07 | \$ 3.00 |
| 1 | | | |
| 2 | | | 8,244 |
| 3 | Date | PX_LAST | PX_VOLUME |
| 4 | 1/8/2010 | \$ 0.14 | 100 |
| 5 | 3/2/2010 | \$ 0.14 | 100 |
| 6 | 4/6/10 | \$0.09 | 100 |
| 7 | 5/13/10 | \$0.07 | 100 |
| 8 | 6/3/10 | \$0.07 | 100 |
| 9 | 6/8/10 | \$0.07 | 100 |
| 10 | 6/18/10 | \$0.07 | 100 |
| 11 | 6/29/10 | \$0.07 | 300 |
| 12 | 11/2/10 | \$0.15 | 100 |
| 13 | 11/4/10 | \$0.15 | 100 |
| 14 | 11/15/10 | \$0.15 | 200 |
| 15 | 12/28/10 | \$0.16 | 100 |
| 16 | 1/5/11 | \$1.70 | 100 |
| 17 | 1/6/11 | \$0.18 | 100 |
| 18 | 2/7/11 | \$0.16 | 100 |
| 19 | 3/1/11 | \$0.16 | 100 |
| 20 | 3/2/11 | \$1.05 | 1,400 |
| 21 | 3/7/11 | \$1.05 | 100 |
| 22 | 3/11/11 | \$1.05 | 400 |
| 23 | 3/24/11 | \$1.05 | 700 |
| 24 | 3/28/11 | \$1.05 | 350 |
| 25 | 3/29/11 | \$1.05 | 100 |
| 26 | 4/1/11 | \$1.05 | 100 |
| 27 | 4/4/11 | \$1.05 | 100 |
| 28 | 4/6/11 | \$1.05 | 297 |
| 29 | 4/11/11 | \$1.05 | 100 |
| 30 | 4/20/11 | \$1.05 | 100 |
| 31 | 5/23/11 | \$1.15 | 200 |
| 32 | 6/3/11 | \$1.15 | 100 |
| 33 | 6/9/11 | \$1.15 | 597 |
| 34 | 6/21/11 | \$1.15 | 100 |
| 35 | 7/14/11 | \$1.15 | 100 |
| 36 | 7/26/11 | \$3.00 | 1,000 |
| 37 | 9/8/11 | \$1.35 | 200 |
| 38 | 9/20/11 | \$1.35 | 100 |
| 39 | 9/21/11 | \$1.35 | 100 |
| 40 | 10/7/11 | \$1.35 | 100 |
| 41 | 10/27/11 | \$1.35 | 100 |

| | AM | AN | AO |
|----|-----------|---------|-------|
| 42 | 11/16/11 | \$1.35 | 100 |
| 43 | 3/27/2012 | \$ 2.98 | 500 |
| 44 | 3/28/2012 | \$ 2.98 | 1,000 |
| 45 | 4/17/2012 | \$ 1.50 | 100 |
| 46 | 5/3/2012 | \$ 1.50 | 400 |
| 47 | 5/11/2012 | \$ 1.50 | 100 |
| 48 | 5/14/2012 | \$ 1.50 | 100 |
| 49 | 5/21/2012 | \$ 1.50 | 100 |
| 50 | 6/18/2012 | \$ 1.50 | 100 |
| 51 | 9/18/2012 | \$ 1.50 | 100 |
| 52 | 9/21/2012 | \$ 1.50 | 100 |

| | AR | AS | AT |
|----|-------------------|---------|-----------|
| | HPCQ US Equity | \$ 0.01 | \$ 0.75 |
| 1 | | | |
| 2 | | | 264,812 |
| 3 | Date | PX_LAST | PX_VOLUME |
| 4 | 1/5/2010 | \$ 0.05 | 2,000 |
| 5 | 2/5/2010 | \$ 0.25 | 5,000 |
| 6 | 2/23/2010 | \$ 0.10 | 3,000 |
| 7 | 5/11/10 | \$0.01 | 453 |
| 8 | 5/13/10 | \$0.01 | 1,200 |
| 9 | 5/14/10 | \$0.01 | 303 |
| 10 | 5/28/10 | \$0.75 | 300 |
| 11 | 6/11/10 | \$0.01 | 2,700 |
| 12 | 6/22/10 | \$0.01 | 600 |
| 13 | 6/25/10 | \$0.01 | 600 |
| 14 | 8/11/10 | \$0.51 | 2,500 |
| 15 | 8/20/10 | \$0.26 | 453 |
| 16 | 9/21/10 | \$0.26 | 303 |
| 17 | 9/22/10 | \$0.25 | 1,859 |
| 18 | 9/27/10 | \$0.25 | 1,200 |
| 19 | 9/30/10 | \$0.06 | 600 |
| 20 | 10/6/10 | \$0.02 | 119,778 |
| 21 | 10/7/10 | \$0.05 | 50,000 |
| 22 | 10/11/10 | \$0.03 | 300 |
| 23 | 10/29/10 | \$0.06 | 600 |
| 24 | 11/18/10 | \$0.06 | 300 |
| 25 | 11/19/10 | \$0.25 | 6,500 |
| 26 | 2/24/11 | \$0.11 | 600 |
| 27 | 3/22/11 | \$0.15 | 150 |
| 28 | 5/31/11 | \$0.15 | 900 |
| 29 | 6/23/11 | \$0.15 | 600 |
| 30 | 6/24/11 | \$0.15 | 1,500 |
| 31 | 7/1/11 | \$0.15 | 600 |
| 32 | 7/11/11 | \$0.15 | 750 |
| 33 | 7/18/11 | \$0.15 | 750 |
| 34 | 7/26/11 | \$0.17 | 20,000 |
| 35 | 8/5/11 | \$0.15 | 5,600 |
| 36 | 9/13/11 | \$0.10 | 6,000 |
| 37 | 9/16/11 | \$0.11 | 2,100 |
| 38 | 9/27/11 | \$0.10 | 1,263 |
| 39 | 10/26/11 | \$0.20 | 6,300 |
| 40 | 11/2/11 | \$0.06 | 900 |
| 41 | 11/3/11 | \$0.07 | 5,200 |

| | AR | AS | AT |
|----|-----------|----------|--------|
| 42 | 11/9/11 | \$0.06 | 200 |
| 43 | 11/17/11 | \$0.06 | 1,000 |
| 44 | 11/28/11 | \$0.06 | 2,550 |
| 45 | 12/1/11 | \$0.05 | 2,000 |
| 46 | 1/19/12 | \$0.05 | 15,000 |
| 47 | 1/25/12 | \$0.05 | 300 |
| 48 | 3/21/2012 | #N/A N/A | 6,300 |
| 49 | 4/5/2012 | \$ 0.05 | 3,903 |

| | CN | CO | CR | CS | CT |
|----|----------------|-------------------------------------|-----------------|----------|-----------|
| 1 | TRWS US Equity | ticker change to jdidd on 12/5/2013 | jdidd us equity | \$ 0.10 | \$ 11.00 |
| 2 | | | | | 1,699 |
| 3 | Date | PX_LAST | Date | PX_LAST | PX_VOLUME |
| 4 | #N/A | N/A | 4/30/2010 | \$ 0.20 | 100 |
| 5 | | | 8/24/2010 | \$ 0.20 | 100 |
| 6 | | | 9/1/2010 | \$ 0.20 | 200 |
| 7 | | | 12/14/2010 | \$ 0.10 | 100 |
| 8 | | | 3/9/2011 | \$ 3.00 | 100 |
| 9 | | | 3/23/2011 | \$ 3.00 | 500 |
| 10 | | | 5/2/2011 | \$ 3.00 | 299 |
| 11 | | | 6/2/2011 | \$ 3.00 | 100 |
| 12 | | | 6/8/2011 | \$ 11.00 | 100 |
| 13 | | | 9/9/2011 | \$ 2.50 | 500 |
| 14 | | | 12/6/2011 | \$ 1.50 | 100 |
| 15 | | | 3/2/2012 | \$ 1.50 | 5,500 |
| 16 | | | 3/5/2012 | \$ 1.50 | 10,450 |
| 17 | | | 3/12/2012 | \$ 10.00 | 5,500 |
| 18 | | | 3/13/2012 | \$ 10.00 | 10,500 |
| 19 | | | 3/21/2012 | \$ 12.00 | 200 |
| 20 | | | 4/5/2012 | \$ 1.50 | 100 |
| 21 | | | 6/18/2012 | \$ 37.00 | 200 |
| 22 | | | 7/3/2012 | \$ 0.30 | 100 |
| 23 | | | 8/10/2012 | \$ 0.30 | 100 |
| 24 | | | 10/18/2012 | \$ 0.30 | 200 |
| 25 | | | 1/11/2013 | \$ 1.00 | 100 |
| 26 | | | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|----|----------------------|------------------------------------------|----------------|---------|------------|------------------------------------|------------|---------|---------------|
| 1 | XCHC US Equity | ticker change endo on 11/6/2013 | endo us equity | \$ 0.04 | \$ 1.58 | | Qtr Min | Qtr Max | Trade Days |
| 2 | | | | | 11,678,741 | | | | |
| 3 | Date | PX_LAST | Date | PX_LAST | PX_VOLUME | TOT RETURN INDEX_GRO SS_DVDS | | | |
| 4 | #N/A | N/A | 1/7/2010 | \$ 0.01 | 1,000 | 0.22 | \$ 0.18 | \$ 0.78 | 50 |
| 5 | | | 1/8/2010 | \$ 0.01 | 20,000 | 0.2338 | | | |
| 6 | | | 1/19/2010 | \$ 0.01 | 5,000 | 0.26 | | | |
| 7 | | | 1/21/2010 | \$ 0.01 | 5,250 | 0.1838 | | | |
| 8 | | | 1/22/2010 | \$ 0.01 | 5,081 | 0.1838 | | | |
| 9 | | | 1/26/2010 | \$ 0.01 | 15,000 | 0.2 | | | |
| 10 | | | 1/28/2010 | \$ 0.01 | 126,500 | 0.26 | | | |
| 11 | | | 1/29/2010 | \$ 0.01 | 31,000 | 0.26 | | | |
| 12 | | | 2/1/2010 | \$ 0.02 | 69,086 | 0.32 | | | |
| 13 | | | 2/2/2010 | \$ 0.02 | 66,642 | 0.34 | | | |
| 14 | | | 2/3/2010 | \$ 0.03 | 105,732 | 0.58 | | | |
| 15 | | | 2/4/2010 | \$ 0.02 | 147,000 | 0.4 | | | |
| 16 | | | 2/5/2010 | \$ 0.02 | 30,000 | 0.4 | | | |
| 17 | | | 2/8/2010 | \$ 0.02 | 46,500 | 0.38 | | | |
| 18 | | | 2/9/2010 | \$ 0.02 | 30,000 | 0.34 | | | |
| 19 | | | 2/10/2010 | \$ 0.02 | 60,000 | 0.4 | | | |
| 20 | | | 2/11/2010 | \$ 0.02 | 107,500 | 0.4 | | | |
| 21 | | | 2/12/2010 | \$ 0.03 | 72,500 | 0.58 | | | |
| 22 | | | 2/16/2010 | \$ 0.02 | 63,000 | 0.3 | | | |
| 23 | | | 2/17/2010 | \$ 0.03 | 75,000 | 0.5 | | | |
| 24 | | | 2/18/2010 | \$ 0.02 | 266,968 | 0.4 | | | |
| 25 | | | 2/19/2010 | \$ 0.02 | 101,029 | 0.3 | | | |
| 26 | | | 2/22/2010 | \$ 0.01 | 307,500 | 0.26 | | | |
| 27 | | | 2/23/2010 | \$ 0.01 | 10,000 | 0.26 | | | |
| 28 | | | 2/24/2010 | \$ 0.01 | 387,000 | 0.2 | | | |
| 29 | | | 2/25/2010 | \$ 0.01 | 110,000 | 0.22 | | | |
| 30 | | | 2/26/2010 | \$ 0.01 | 35,000 | 0.2 | | | |
| 31 | | | 3/1/2010 | \$ 0.02 | 338,500 | 0.4 | | | |
| 32 | | | 3/2/2010 | \$ 0.02 | 50,000 | 0.3 | | | |
| 33 | | | 3/3/2010 | \$ 0.02 | 58,900 | 0.38 | | | |
| 34 | | | 3/4/2010 | \$ 0.01 | 80,000 | 0.2 | | | |
| 35 | | | 3/5/2010 | \$ 0.01 | 84,000 | 0.26 | | | |
| 36 | | | 3/8/2010 | \$ 0.03 | 943,081 | 0.6 | | | |
| 37 | | | 3/9/2010 | \$ 0.02 | 794,137 | 0.44 | | | |
| 38 | | | 3/10/2010 | \$ 0.03 | 1,141,782 | 0.56 | | | |
| 39 | | | 3/11/2010 | \$ 0.04 | 1,659,940 | 0.72 | | | |
| 40 | | | 3/12/2010 | \$ 0.03 | 289,041 | 0.64 | | | |
| 41 | | | 3/15/2010 | \$ 0.03 | 1,058,447 | 0.58 | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|----|----|----|-----------|---------|-----------|--------|---------|---------|----|
| 42 | | | 3/16/2010 | \$ 0.04 | 813,736 | 0.78 | | | |
| 43 | | | 3/17/2010 | \$ 0.04 | 1,007,466 | 0.76 | | | |
| 44 | | | 3/18/2010 | \$ 0.03 | 276,200 | 0.68 | | | |
| 45 | | | 3/19/2010 | \$ 0.03 | 93,367 | 0.6 | | | |
| 46 | | | 3/22/2010 | \$ 0.03 | 188,542 | 0.55 | | | |
| 47 | | | 3/23/2010 | \$ 0.03 | 85,366 | 0.5 | | | |
| 48 | | | 3/24/2010 | \$ 0.03 | 120,876 | 0.5 | | | |
| 49 | | | 3/25/2010 | \$ 0.03 | 140,810 | 0.5 | | | |
| 50 | | | 3/26/2010 | \$ 0.02 | 85,594 | 0.47 | | | |
| 51 | | | 3/29/2010 | \$ 0.02 | 118,375 | 0.34 | | | |
| 52 | | | 3/30/2010 | \$ 0.02 | 46,591 | 0.46 | | | |
| 53 | | | 3/31/2010 | \$ 0.03 | 85,000 | 0.5 | | | |
| 54 | | | 4/1/2010 | \$ 0.03 | 74,000 | 0.5 | \$ 0.32 | \$ 1.58 | 56 |
| 55 | | | 4/5/2010 | \$ 0.03 | 60,332 | 0.51 | | | |
| 56 | | | 4/6/2010 | \$ 0.03 | 100,500 | 0.5 | | | |
| 57 | | | 4/7/2010 | \$ 0.02 | 127,500 | 0.4 | | | |
| 58 | | | 4/8/2010 | \$ 0.02 | 42,400 | 0.4 | | | |
| 59 | | | 4/9/2010 | \$ 0.02 | 117,092 | 0.46 | | | |
| 60 | | | 4/12/2010 | \$ 0.03 | 248,597 | 0.51 | | | |
| 61 | | | 4/13/2010 | \$ 0.03 | 108,909 | 0.52 | | | |
| 62 | | | 4/14/2010 | \$ 0.03 | 150,000 | 0.5 | | | |
| 63 | | | 4/15/2010 | \$ 0.03 | 244,457 | 0.58 | | | |
| 64 | | | 4/16/2010 | \$ 0.03 | 456,650 | 0.64 | | | |
| 65 | | | 4/19/2010 | \$ 0.03 | 393,900 | 0.68 | | | |
| 66 | | | 4/20/2010 | \$ 0.04 | 171,943 | 0.7 | | | |
| 67 | | | 4/21/2010 | \$ 0.03 | 197,900 | 0.6 | | | |
| 68 | | | 4/22/2010 | \$ 0.03 | 382,239 | 0.62 | | | |
| 69 | | | 4/23/2010 | \$ 0.03 | 276,700 | 0.5 | | | |
| 70 | | | 4/26/2010 | \$ 0.02 | 119,012 | 0.34 | | | |
| 71 | | | 4/27/2010 | \$ 0.02 | 55,000 | 0.4 | | | |
| 72 | | | 4/28/2010 | \$ 0.02 | 50,000 | 0.42 | | | |
| 73 | | | 4/29/2010 | \$ 0.03 | 165,000 | 0.66 | | | |
| 74 | | | 4/30/2010 | \$ 0.04 | 319,866 | 0.8 | | | |
| 75 | | | 5/3/2010 | \$ 0.04 | 223,200 | 0.75 | | | |
| 76 | | | 5/4/2010 | \$ 0.04 | 221,000 | 0.8 | | | |
| 77 | | | 5/5/2010 | \$ 0.08 | 698,284 | 1.58 | | | |
| 78 | | | 5/6/2010 | \$ 0.05 | 252,432 | 1 | | | |
| 79 | | | 5/7/2010 | \$ 0.05 | 50,850 | 0.9 | | | |
| 80 | | | 5/10/2010 | \$ 0.03 | 290,056 | 0.64 | | | |
| 81 | | | 5/11/2010 | \$ 0.03 | 213,000 | 0.6 | | | |
| 82 | | | 5/12/2010 | \$ 0.04 | 275,425 | 0.7 | | | |
| 83 | | | 5/13/2010 | \$ 0.03 | 276,500 | 0.5363 | | | |
| 84 | | | 5/14/2010 | \$ 0.03 | 750,800 | 0.5 | | | |
| 85 | | | 5/17/2010 | \$ 0.04 | 164,760 | 0.7 | | | |
| 86 | | | 5/18/2010 | \$ 0.03 | 140,194 | 0.5 | | | |
| 87 | | | 5/19/2010 | \$ 0.03 | 147,521 | 0.5 | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|-----|----|----|-----------|----------|---------|----------|------|---------|------------|
| 88 | | | 5/20/2010 | \$ 0.02 | 125,000 | | 0.44 | | |
| 89 | | | 5/21/2010 | \$ 0.02 | 116,500 | | 0.42 | | |
| 90 | | | 5/24/2010 | \$ 0.02 | 416,100 | | 0.4 | | |
| 91 | | | 5/25/2010 | \$ 0.02 | 150,000 | | 0.4 | | |
| 92 | | | 5/27/2010 | \$ 0.02 | 18,000 | | 0.4 | | |
| 93 | | | 6/1/2010 | \$ 0.02 | 10,000 | | 0.4 | | |
| 94 | | | 6/2/2010 | \$ 0.02 | 1,000 | | 0.4 | | |
| 95 | | | 6/3/2010 | \$ 0.02 | 100,000 | | 0.4 | | |
| 96 | | | 6/4/2010 | \$ 0.02 | 225,000 | | 0.4 | | |
| 97 | | | 6/7/2010 | \$ 0.02 | 153,000 | | 0.4 | | |
| 98 | | | 6/8/2010 | \$ 0.02 | 155,256 | | 0.4 | | |
| 99 | | | 6/9/2010 | \$ 0.02 | 15,000 | | 0.4 | | |
| 100 | | | 6/10/2010 | \$ 0.02 | 170,100 | | 0.32 | | |
| 101 | | | 6/14/2010 | \$ 0.02 | 100 | | 0.32 | | |
| 102 | | | 6/15/2010 | \$ 0.02 | 40,900 | | 0.34 | | |
| 103 | | | 6/16/2010 | \$ 0.02 | 35,000 | | 0.46 | | |
| 104 | | | 6/18/2010 | \$ 0.02 | 40,000 | | 0.46 | | |
| 105 | | | 6/21/2010 | \$ 0.02 | 11,000 | | 0.42 | | |
| 106 | | | 6/25/2010 | \$ 0.02 | 14,786 | | 0.42 | | |
| 107 | | | 6/28/2010 | \$ 0.02 | 1,000 | 0.4225 | | | |
| 108 | | | 6/29/2010 | \$ 0.02 | 16,000 | | 0.42 | | |
| 109 | | | 6/30/2010 | \$ 0.02 | 1,456 | | 0.32 | | |
| 110 | | | 7/2/2010 | \$ 0.02 | 4,000 | | 0.32 | \$ 0.05 | \$ 1.01 37 |
| 111 | | | 7/6/2010 | \$ 0.02 | 1,675 | | 0.32 | | |
| 112 | | | 7/7/2010 | \$ 0.02 | 5,000 | | 0.32 | | |
| 113 | | | 7/8/2010 | \$ 0.02 | 30,000 | | 0.32 | | |
| 114 | | | 7/9/2010 | \$ 0.02 | 9,592 | | 0.3 | | |
| 115 | | | 7/12/2010 | \$ 0.02 | 1,200 | | 0.3 | | |
| 116 | | | 7/13/2010 | \$ 0.02 | 2,000 | | 0.3 | | |
| 117 | | | 7/14/2010 | \$ 0.01 | 37,000 | | 0.24 | | |
| 118 | | | 7/16/2010 | \$ 0.01 | 360 | | 0.24 | | |
| 119 | | | 7/26/2010 | \$ 0.01 | 600 | | 0.26 | | |
| 120 | | | 7/28/2010 | \$ 0.01 | 10,000 | | 0.26 | | |
| 121 | | | 7/29/2010 | \$ 0.01 | 25,000 | | 0.26 | | |
| 122 | | | 8/4/2010 | \$ 0.01 | 23,250 | | 0.26 | | |
| 123 | | | 8/5/2010 | #N/A N/A | 40,000 | #N/A N/A | | | |
| 124 | | | 8/6/2010 | \$ 0.01 | 151,522 | | 0.22 | | |
| 125 | | | 8/9/2010 | \$ 0.05 | 25,000 | | 0.05 | | |
| 126 | | | 8/11/2010 | \$ 1.01 | 2,800 | | 1.01 | | |
| 127 | | | 8/16/2010 | \$ 0.25 | 1,550 | | 0.25 | | |
| 128 | | | 8/17/2010 | \$ 0.75 | 500 | | 0.75 | | |
| 129 | | | 8/19/2010 | \$ 0.50 | 990 | | 0.5 | | |
| 130 | | | 8/25/2010 | \$ 0.27 | 1,500 | | 0.27 | | |
| 131 | | | 8/26/2010 | \$ 0.27 | 2,375 | | 0.27 | | |
| 132 | | | 8/27/2010 | \$ 0.27 | 500 | | 0.27 | | |
| 133 | | | 8/31/2010 | \$ 0.27 | 5,000 | | 0.27 | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|-----|----|----|------------|---------|--------|-------|---------|---------|----|
| 134 | | | 9/3/2010 | \$ 0.35 | 9,250 | 0.35 | | | |
| 135 | | | 9/8/2010 | \$ 0.55 | 15,309 | 0.55 | | | |
| 136 | | | 9/9/2010 | \$ 0.70 | 5,500 | 0.7 | | | |
| 137 | | | 9/14/2010 | \$ 0.27 | 100 | 0.27 | | | |
| 138 | | | 9/16/2010 | \$ 0.51 | 700 | 0.51 | | | |
| 139 | | | 9/17/2010 | \$ 0.80 | 30,374 | 0.8 | | | |
| 140 | | | 9/20/2010 | \$ 0.75 | 37,790 | 0.75 | | | |
| 141 | | | 9/21/2010 | \$ 0.64 | 3,853 | 0.64 | | | |
| 142 | | | 9/23/2010 | \$ 0.67 | 5,945 | 0.67 | | | |
| 143 | | | 9/24/2010 | \$ 0.63 | 3,400 | 0.63 | | | |
| 144 | | | 9/27/2010 | \$ 0.65 | 7,665 | 0.65 | | | |
| 145 | | | 9/28/2010 | \$ 0.68 | 1,000 | 0.68 | | | |
| 146 | | | 9/29/2010 | \$ 0.78 | 22,394 | 0.78 | | | |
| 147 | | | 9/30/2010 | \$ 1.00 | 54,192 | 1 | | | |
| 148 | | | 10/1/2010 | \$ 1.00 | 12,100 | 1 | \$ 0.44 | \$ 1.01 | 49 |
| 149 | | | 10/4/2010 | \$ 1.00 | 3,475 | 1 | | | |
| 150 | | | 10/5/2010 | \$ 0.75 | 5,800 | 0.75 | | | |
| 151 | | | 10/6/2010 | \$ 1.01 | 28,220 | 1.01 | | | |
| 152 | | | 10/7/2010 | \$ 0.80 | 8,611 | 0.8 | | | |
| 153 | | | 10/11/2010 | \$ 0.85 | 3,950 | 0.85 | | | |
| 154 | | | 10/12/2010 | \$ 0.85 | 5,000 | 0.85 | | | |
| 155 | | | 10/15/2010 | \$ 0.97 | 30,075 | 0.97 | | | |
| 156 | | | 10/18/2010 | \$ 0.97 | 1,450 | 0.97 | | | |
| 157 | | | 10/19/2010 | \$ 0.98 | 12,000 | 0.98 | | | |
| 158 | | | 10/20/2010 | \$ 0.85 | 2,200 | 0.85 | | | |
| 159 | | | 10/21/2010 | \$ 0.85 | 2,000 | 0.85 | | | |
| 160 | | | 10/22/2010 | \$ 0.85 | 6,200 | 0.85 | | | |
| 161 | | | 10/25/2010 | \$ 0.85 | 18,010 | 0.85 | | | |
| 162 | | | 10/26/2010 | \$ 0.90 | 9,500 | 0.9 | | | |
| 163 | | | 10/27/2010 | \$ 0.85 | 3,933 | 0.85 | | | |
| 164 | | | 10/28/2010 | \$ 0.70 | 8,792 | 0.7 | | | |
| 165 | | | 10/29/2010 | \$ 0.75 | 1,000 | 0.75 | | | |
| 166 | | | 11/1/2010 | \$ 0.75 | 5,315 | 0.75 | | | |
| 167 | | | 11/2/2010 | \$ 0.80 | 1,228 | 0.8 | | | |
| 168 | | | 11/11/2010 | \$ 0.70 | 13,500 | 0.7 | | | |
| 169 | | | 11/12/2010 | \$ 0.70 | 578 | 0.7 | | | |
| 170 | | | 11/15/2010 | \$ 0.55 | 375 | 0.55 | | | |
| 171 | | | 11/16/2010 | \$ 0.69 | 5,557 | 0.69 | | | |
| 172 | | | 11/23/2010 | \$ 0.65 | 13,750 | 0.65 | | | |
| 173 | | | 11/24/2010 | \$ 0.55 | 370 | 0.55 | | | |
| 174 | | | 11/26/2010 | \$ 0.50 | 32,750 | 0.5 | | | |
| 175 | | | 11/29/2010 | \$ 0.50 | 5,000 | 0.5 | | | |
| 176 | | | 11/30/2010 | \$ 0.57 | 30,203 | 0.57 | | | |
| 177 | | | 12/1/2010 | \$ 0.55 | 14,500 | 0.545 | | | |
| 178 | | | 12/2/2010 | \$ 0.52 | 1,650 | 0.52 | | | |
| 179 | | | 12/3/2010 | \$ 0.52 | 455 | 0.52 | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|-----|----|----|------------|---------|--------|--------|---------|---------|----|
| 180 | | | 12/7/2010 | \$ 0.58 | 8,400 | 0.58 | | | |
| 181 | | | 12/8/2010 | \$ 0.53 | 950 | 0.53 | | | |
| 182 | | | 12/10/2010 | \$ 0.53 | 270 | 0.531 | | | |
| 183 | | | 12/13/2010 | \$ 0.53 | 5,189 | 0.53 | | | |
| 184 | | | 12/14/2010 | \$ 0.53 | 500 | 0.53 | | | |
| 185 | | | 12/15/2010 | \$ 0.50 | 6,000 | 0.5 | | | |
| 186 | | | 12/16/2010 | \$ 0.50 | 24,413 | 0.5 | | | |
| 187 | | | 12/17/2010 | \$ 0.50 | 8,000 | 0.5 | | | |
| 188 | | | 12/20/2010 | \$ 0.44 | 940 | 0.441 | | | |
| 189 | | | 12/21/2010 | \$ 0.44 | 1,300 | 0.441 | | | |
| 190 | | | 12/22/2010 | \$ 0.46 | 12,925 | 0.46 | | | |
| 191 | | | 12/23/2010 | \$ 0.45 | 2,957 | 0.45 | | | |
| 192 | | | 12/27/2010 | \$ 0.48 | 4,900 | 0.475 | | | |
| 193 | | | 12/28/2010 | \$ 0.48 | 4,045 | 0.475 | | | |
| 194 | | | 12/29/2010 | \$ 0.48 | 2,500 | 0.475 | | | |
| 195 | | | 12/30/2010 | \$ 0.48 | 21,490 | 0.476 | | | |
| 196 | | | 12/31/2010 | \$ 0.48 | 250 | 0.476 | | | |
| 197 | | | 1/4/2011 | \$ 0.65 | 1,200 | 0.65 | \$ 0.26 | \$ 0.75 | 44 |
| 198 | | | 1/6/2011 | \$ 0.70 | 11,050 | 0.7 | | | |
| 199 | | | 1/7/2011 | \$ 0.70 | 2,600 | 0.7 | | | |
| 200 | | | 1/10/2011 | \$ 0.48 | 600 | 0.4751 | | | |
| 201 | | | 1/11/2011 | \$ 0.65 | 1,400 | 0.65 | | | |
| 202 | | | 1/13/2011 | \$ 0.59 | 125 | 0.5875 | | | |
| 203 | | | 1/14/2011 | \$ 0.55 | 9,375 | 0.55 | | | |
| 204 | | | 1/18/2011 | \$ 0.62 | 12,918 | 0.62 | | | |
| 205 | | | 1/19/2011 | \$ 0.47 | 27,500 | 0.465 | | | |
| 206 | | | 1/20/2011 | \$ 0.43 | 3,534 | 0.43 | | | |
| 207 | | | 1/24/2011 | \$ 0.45 | 10,750 | 0.45 | | | |
| 208 | | | 1/26/2011 | \$ 0.35 | 23,050 | 0.35 | | | |
| 209 | | | 1/27/2011 | \$ 0.35 | 3,600 | 0.35 | | | |
| 210 | | | 1/31/2011 | \$ 0.45 | 3,988 | 0.45 | | | |
| 211 | | | 2/1/2011 | \$ 0.35 | 750 | 0.35 | | | |
| 212 | | | 2/4/2011 | \$ 0.30 | 5,350 | 0.3 | | | |
| 213 | | | 2/7/2011 | \$ 0.30 | 15,000 | 0.3 | | | |
| 214 | | | 2/8/2011 | \$ 0.26 | 1,500 | 0.2601 | | | |
| 215 | | | 2/9/2011 | \$ 0.35 | 400 | 0.35 | | | |
| 216 | | | 2/10/2011 | \$ 0.30 | 15,150 | 0.3 | | | |
| 217 | | | 2/11/2011 | \$ 0.27 | 500 | 0.27 | | | |
| 218 | | | 2/14/2011 | \$ 0.30 | 5,198 | 0.3 | | | |
| 219 | | | 2/15/2011 | \$ 0.30 | 6,303 | 0.3 | | | |
| 220 | | | 2/16/2011 | \$ 0.35 | 14,397 | 0.35 | | | |
| 221 | | | 2/17/2011 | \$ 0.70 | 2,000 | 0.7 | | | |
| 222 | | | 2/18/2011 | \$ 0.40 | 10,773 | 0.4 | | | |
| 223 | | | 2/22/2011 | \$ 0.45 | 7,000 | 0.45 | | | |
| 224 | | | 2/24/2011 | \$ 0.55 | 545 | 0.55 | | | |
| 225 | | | 2/25/2011 | \$ 0.50 | 6,355 | 0.5 | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|-----|----|----|-----------|---------|--------|--------|---------|---------|----|
| 226 | | | 2/28/2011 | \$ 0.55 | 3,900 | 0.55 | | | |
| 227 | | | 3/8/2011 | \$ 0.75 | 90,030 | 0.75 | | | |
| 228 | | | 3/9/2011 | \$ 0.29 | 15,626 | 0.29 | | | |
| 229 | | | 3/10/2011 | \$ 0.75 | 6,450 | 0.75 | | | |
| 230 | | | 3/11/2011 | \$ 0.74 | 3,650 | 0.74 | | | |
| 231 | | | 3/14/2011 | \$ 0.30 | 1,000 | 0.3001 | | | |
| 232 | | | 3/15/2011 | \$ 0.74 | 600 | 0.74 | | | |
| 233 | | | 3/16/2011 | \$ 0.69 | 2,800 | 0.69 | | | |
| 234 | | | 3/17/2011 | \$ 0.50 | 2,000 | 0.5 | | | |
| 235 | | | 3/21/2011 | \$ 0.29 | 71,177 | 0.29 | | | |
| 236 | | | 3/22/2011 | \$ 0.32 | 4,380 | 0.32 | | | |
| 237 | | | 3/23/2011 | \$ 0.33 | 14,253 | 0.33 | | | |
| 238 | | | 3/24/2011 | \$ 0.33 | 800 | 0.33 | | | |
| 239 | | | 3/28/2011 | \$ 0.26 | 25,008 | 0.26 | | | |
| 240 | | | 3/30/2011 | \$ 0.29 | 12,000 | 0.29 | | | |
| 241 | | | 4/1/2011 | \$ 0.30 | 9,500 | 0.3 | \$ 0.14 | \$ 0.40 | 32 |
| 242 | | | 4/4/2011 | \$ 0.34 | 2,000 | 0.335 | | | |
| 243 | | | 4/7/2011 | \$ 0.33 | 2,025 | 0.33 | | | |
| 244 | | | 4/11/2011 | \$ 0.25 | 7,599 | 0.25 | | | |
| 245 | | | 4/12/2011 | \$ 0.21 | 42,400 | 0.21 | | | |
| 246 | | | 4/14/2011 | \$ 0.24 | 1,500 | 0.24 | | | |
| 247 | | | 4/15/2011 | \$ 0.20 | 100 | 0.2 | | | |
| 248 | | | 4/20/2011 | \$ 0.20 | 250 | 0.2 | | | |
| 249 | | | 4/25/2011 | \$ 0.20 | 300 | 0.2 | | | |
| 250 | | | 4/26/2011 | \$ 0.25 | 14,900 | 0.25 | | | |
| 251 | | | 4/29/2011 | \$ 0.20 | 850 | 0.2 | | | |
| 252 | | | 5/3/2011 | \$ 0.25 | 1,000 | 0.25 | | | |
| 253 | | | 5/4/2011 | \$ 0.24 | 900 | 0.24 | | | |
| 254 | | | 5/16/2011 | \$ 0.20 | 5,000 | 0.2 | | | |
| 255 | | | 5/18/2011 | \$ 0.18 | 5,000 | 0.18 | | | |
| 256 | | | 5/20/2011 | \$ 0.25 | 5,000 | 0.25 | | | |
| 257 | | | 5/23/2011 | \$ 0.30 | 23,450 | 0.3 | | | |
| 258 | | | 5/24/2011 | \$ 0.31 | 4,550 | 0.305 | | | |
| 259 | | | 5/25/2011 | \$ 0.40 | 5,000 | 0.4 | | | |
| 260 | | | 5/27/2011 | \$ 0.40 | 248 | 0.4 | | | |
| 261 | | | 5/31/2011 | \$ 0.40 | 10,650 | 0.4 | | | |
| 262 | | | 6/2/2011 | \$ 0.40 | 138 | 0.4 | | | |
| 263 | | | 6/14/2011 | \$ 0.15 | 2,862 | 0.15 | | | |
| 264 | | | 6/16/2011 | \$ 0.35 | 3,000 | 0.35 | | | |
| 265 | | | 6/17/2011 | \$ 0.15 | 6,320 | 0.15 | | | |
| 266 | | | 6/20/2011 | \$ 0.15 | 30,125 | 0.15 | | | |
| 267 | | | 6/21/2011 | \$ 0.19 | 88,670 | 0.19 | | | |
| 268 | | | 6/23/2011 | \$ 0.15 | 15,000 | 0.15 | | | |
| 269 | | | 6/24/2011 | \$ 0.19 | 2,150 | 0.19 | | | |
| 270 | | | 6/27/2011 | \$ 0.14 | 2,595 | 0.135 | | | |
| 271 | | | 6/28/2011 | \$ 0.18 | 2,500 | 0.18 | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|-----|----|----|------------|---------|--------|-------|---------|---------|----|
| 272 | | | 6/30/2011 | \$ 0.18 | 1,900 | 0.18 | | | |
| 273 | | | 7/1/2011 | \$ 0.14 | 900 | 0.135 | \$ 0.14 | \$ 0.32 | 28 |
| 274 | | | 7/8/2011 | \$ 0.18 | 900 | 0.18 | | | |
| 275 | | | 7/12/2011 | \$ 0.18 | 1,850 | 0.18 | | | |
| 276 | | | 7/15/2011 | \$ 0.14 | 100 | 0.135 | | | |
| 277 | | | 7/19/2011 | \$ 0.18 | 1,560 | 0.18 | | | |
| 278 | | | 7/20/2011 | \$ 0.14 | 1,250 | 0.14 | | | |
| 279 | | | 7/22/2011 | \$ 0.14 | 100 | 0.135 | | | |
| 280 | | | 8/4/2011 | \$ 0.14 | 10,000 | 0.135 | | | |
| 281 | | | 8/9/2011 | \$ 0.18 | 488 | 0.18 | | | |
| 282 | | | 8/10/2011 | \$ 0.18 | 1,617 | 0.18 | | | |
| 283 | | | 8/11/2011 | \$ 0.20 | 13,737 | 0.195 | | | |
| 284 | | | 8/12/2011 | \$ 0.20 | 1,000 | 0.195 | | | |
| 285 | | | 8/15/2011 | \$ 0.20 | 5,700 | 0.195 | | | |
| 286 | | | 8/16/2011 | \$ 0.20 | 21,297 | 0.195 | | | |
| 287 | | | 8/17/2011 | \$ 0.24 | 45,431 | 0.24 | | | |
| 288 | | | 8/18/2011 | \$ 0.32 | 57,490 | 0.32 | | | |
| 289 | | | 8/19/2011 | \$ 0.32 | 22,916 | 0.32 | | | |
| 290 | | | 8/22/2011 | \$ 0.32 | 25,100 | 0.32 | | | |
| 291 | | | 8/29/2011 | \$ 0.32 | 1,328 | 0.32 | | | |
| 292 | | | 9/2/2011 | \$ 0.21 | 750 | 0.214 | | | |
| 293 | | | 9/7/2011 | \$ 0.25 | 5,000 | 0.25 | | | |
| 294 | | | 9/9/2011 | \$ 0.18 | 370 | 0.176 | | | |
| 295 | | | 9/20/2011 | \$ 0.18 | 700 | 0.176 | | | |
| 296 | | | 9/26/2011 | \$ 0.18 | 25,150 | 0.18 | | | |
| 297 | | | 9/27/2011 | \$ 0.20 | 15,000 | 0.2 | | | |
| 298 | | | 9/28/2011 | \$ 0.20 | 1,370 | 0.2 | | | |
| 299 | | | 9/29/2011 | \$ 0.20 | 950 | 0.2 | | | |
| 300 | | | 9/30/2011 | \$ 0.18 | 12,945 | 0.18 | | | |
| 301 | | | 10/3/2011 | \$ 0.30 | 4,001 | 0.3 | \$ 0.04 | \$ 0.30 | 33 |
| 302 | | | 10/4/2011 | \$ 0.28 | 700 | 0.28 | | | |
| 303 | | | 10/5/2011 | \$ 0.20 | 29,817 | 0.2 | | | |
| 304 | | | 10/6/2011 | \$ 0.19 | 58,405 | 0.19 | | | |
| 305 | | | 10/7/2011 | \$ 0.20 | 2,405 | 0.2 | | | |
| 306 | | | 10/13/2011 | \$ 0.18 | 5,550 | 0.176 | | | |
| 307 | | | 10/19/2011 | \$ 0.18 | 7,500 | 0.176 | | | |
| 308 | | | 10/24/2011 | \$ 0.13 | 350 | 0.13 | | | |
| 309 | | | 10/25/2011 | \$ 0.14 | 125 | 0.14 | | | |
| 310 | | | 10/27/2011 | \$ 0.20 | 17,900 | 0.2 | | | |
| 311 | | | 10/28/2011 | \$ 0.17 | 15,767 | 0.171 | | | |
| 312 | | | 10/31/2011 | \$ 0.18 | 19,559 | 0.18 | | | |
| 313 | | | 11/2/2011 | \$ 0.17 | 3,400 | 0.171 | | | |
| 314 | | | 11/3/2011 | \$ 0.17 | 11,100 | 0.171 | | | |
| 315 | | | 11/7/2011 | \$ 0.13 | 10,196 | 0.13 | | | |
| 316 | | | 11/11/2011 | \$ 0.13 | 1,250 | 0.126 | | | |
| 317 | | | 11/17/2011 | \$ 0.13 | 150 | 0.126 | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|-----|----|----|------------|---------|---------|--------|---------|---------|----|
| 318 | | | 11/18/2011 | \$ 0.10 | 76,400 | 0.1 | | | |
| 319 | | | 11/21/2011 | \$ 0.04 | 100 | 0.04 | | | |
| 320 | | | 11/22/2011 | \$ 0.09 | 12,000 | 0.09 | | | |
| 321 | | | 11/23/2011 | \$ 0.05 | 1,750 | 0.05 | | | |
| 322 | | | 11/30/2011 | \$ 0.09 | 15,450 | 0.09 | | | |
| 323 | | | 12/9/2011 | \$ 0.06 | 200 | 0.06 | | | |
| 324 | | | 12/13/2011 | \$ 0.06 | 750 | 0.06 | | | |
| 325 | | | 12/14/2011 | \$ 0.05 | 20,900 | 0.05 | | | |
| 326 | | | 12/15/2011 | \$ 0.08 | 12,105 | 0.08 | | | |
| 327 | | | 12/16/2011 | \$ 0.05 | 5,617 | 0.05 | | | |
| 328 | | | 12/20/2011 | \$ 0.10 | 161 | 0.095 | | | |
| 329 | | | 12/21/2011 | \$ 0.09 | 16,230 | 0.094 | | | |
| 330 | | | 12/22/2011 | \$ 0.06 | 500 | 0.055 | | | |
| 331 | | | 12/27/2011 | \$ 0.06 | 122,241 | 0.06 | | | |
| 332 | | | 12/29/2011 | \$ 0.06 | 16,850 | 0.055 | | | |
| 333 | | | 12/30/2011 | \$ 0.06 | 7,100 | 0.06 | | | |
| 334 | | | 1/3/2012 | \$ 0.06 | 15,945 | 0.06 | \$ 0.04 | \$ 0.42 | 36 |
| 335 | | | 1/10/2012 | \$ 0.06 | 18,100 | 0.06 | | | |
| 336 | | | 1/11/2012 | \$ 0.06 | 3,750 | 0.055 | | | |
| 337 | | | 1/13/2012 | \$ 0.04 | 262,000 | 0.04 | | | |
| 338 | | | 1/17/2012 | \$ 0.04 | 25,000 | 0.04 | | | |
| 339 | | | 1/18/2012 | \$ 0.04 | 5,000 | 0.04 | | | |
| 340 | | | 1/25/2012 | \$ 0.04 | 2,483 | 0.04 | | | |
| 341 | | | 1/26/2012 | \$ 0.04 | 14,800 | 0.038 | | | |
| 342 | | | 1/27/2012 | \$ 0.04 | 1,450 | 0.0375 | | | |
| 343 | | | 1/31/2012 | \$ 0.04 | 2,925 | 0.038 | | | |
| 344 | | | 2/6/2012 | \$ 0.04 | 2,500 | 0.038 | | | |
| 345 | | | 2/9/2012 | \$ 0.04 | 10,750 | 0.038 | | | |
| 346 | | | 2/10/2012 | \$ 0.04 | 750 | 0.038 | | | |
| 347 | | | 2/15/2012 | \$ 0.04 | 1,000 | 0.038 | | | |
| 348 | | | 2/17/2012 | \$ 0.04 | 2,000 | 0.038 | | | |
| 349 | | | 2/27/2012 | \$ 0.04 | 265 | 0.038 | | | |
| 350 | | | 2/29/2012 | \$ 0.06 | 45,000 | 0.06 | | | |
| 351 | | | 3/1/2012 | \$ 0.10 | 33,900 | 0.095 | | | |
| 352 | | | 3/2/2012 | \$ 0.11 | 52,300 | 0.11 | | | |
| 353 | | | 3/5/2012 | \$ 0.10 | 22,500 | 0.1 | | | |
| 354 | | | 3/7/2012 | \$ 0.13 | 42,325 | 0.126 | | | |
| 355 | | | 3/8/2012 | \$ 0.15 | 12,490 | 0.15 | | | |
| 356 | | | 3/9/2012 | \$ 0.09 | 200 | 0.09 | | | |
| 357 | | | 3/12/2012 | \$ 0.18 | 42,000 | 0.179 | | | |
| 358 | | | 3/13/2012 | \$ 0.18 | 7,450 | 0.178 | | | |
| 359 | | | 3/14/2012 | \$ 0.12 | 1,000 | 0.12 | | | |
| 360 | | | 3/16/2012 | \$ 0.15 | 3,000 | 0.15 | | | |
| 361 | | | 3/19/2012 | \$ 0.14 | 13,622 | 0.14 | | | |
| 362 | | | 3/20/2012 | \$ 0.15 | 2,000 | 0.15 | | | |
| 363 | | | 3/22/2012 | \$ 0.19 | 128,800 | 0.19 | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|-----|----|----|-----------|---------|---------|--------|---------|---------|----|
| 364 | | | 3/23/2012 | \$ 0.22 | 51,000 | 0.22 | | | |
| 365 | | | 3/26/2012 | \$ 0.42 | 242,446 | 0.42 | | | |
| 366 | | | 3/27/2012 | \$ 0.36 | 61,515 | 0.36 | | | |
| 367 | | | 3/28/2012 | \$ 0.36 | 19,300 | 0.36 | | | |
| 368 | | | 3/29/2012 | \$ 0.27 | 23,333 | 0.27 | | | |
| 369 | | | 3/30/2012 | \$ 0.30 | 63,500 | 0.301 | | | |
| 370 | | | 4/2/2012 | \$ 0.22 | 1,538 | 0.22 | \$ 0.11 | \$ 0.43 | 50 |
| 371 | | | 4/3/2012 | \$ 0.35 | 46,393 | 0.35 | | | |
| 372 | | | 4/4/2012 | \$ 0.35 | 61,900 | 0.35 | | | |
| 373 | | | 4/9/2012 | \$ 0.42 | 7,100 | 0.42 | | | |
| 374 | | | 4/10/2012 | \$ 0.35 | 15,700 | 0.35 | | | |
| 375 | | | 4/11/2012 | \$ 0.35 | 10,000 | 0.35 | | | |
| 376 | | | 4/12/2012 | \$ 0.38 | 13,100 | 0.375 | | | |
| 377 | | | 4/13/2012 | \$ 0.40 | 246,470 | 0.4 | | | |
| 378 | | | 4/16/2012 | \$ 0.43 | 1,300 | 0.43 | | | |
| 379 | | | 4/17/2012 | \$ 0.39 | 14,170 | 0.39 | | | |
| 380 | | | 4/18/2012 | \$ 0.35 | 28,845 | 0.35 | | | |
| 381 | | | 4/23/2012 | \$ 0.35 | 2,150 | 0.35 | | | |
| 382 | | | 4/24/2012 | \$ 0.30 | 82,740 | 0.3 | | | |
| 383 | | | 4/25/2012 | \$ 0.30 | 100 | 0.3 | | | |
| 384 | | | 4/27/2012 | \$ 0.35 | 15,600 | 0.35 | | | |
| 385 | | | 4/30/2012 | \$ 0.30 | 61,045 | 0.3 | | | |
| 386 | | | 5/1/2012 | \$ 0.22 | 30,725 | 0.221 | | | |
| 387 | | | 5/2/2012 | \$ 0.20 | 289,976 | 0.2 | | | |
| 388 | | | 5/3/2012 | \$ 0.20 | 50,150 | 0.2 | | | |
| 389 | | | 5/4/2012 | \$ 0.20 | 25,706 | 0.2 | | | |
| 390 | | | 5/7/2012 | \$ 0.15 | 53,540 | 0.15 | | | |
| 391 | | | 5/8/2012 | \$ 0.17 | 22,150 | 0.17 | | | |
| 392 | | | 5/9/2012 | \$ 0.23 | 208,500 | 0.23 | | | |
| 393 | | | 5/10/2012 | \$ 0.28 | 129,480 | 0.28 | | | |
| 394 | | | 5/11/2012 | \$ 0.30 | 41,188 | 0.3 | | | |
| 395 | | | 5/14/2012 | \$ 0.30 | 57,400 | 0.3 | | | |
| 396 | | | 5/15/2012 | \$ 0.27 | 94,751 | 0.27 | | | |
| 397 | | | 5/16/2012 | \$ 0.25 | 10,350 | 0.25 | | | |
| 398 | | | 5/17/2012 | \$ 0.29 | 47,200 | 0.29 | | | |
| 399 | | | 5/18/2012 | \$ 0.22 | 200 | 0.215 | | | |
| 400 | | | 5/21/2012 | \$ 0.22 | 19,950 | 0.215 | | | |
| 401 | | | 5/22/2012 | \$ 0.20 | 10,950 | 0.1999 | | | |
| 402 | | | 5/23/2012 | \$ 0.20 | 7,310 | 0.2 | | | |
| 403 | | | 5/25/2012 | \$ 0.20 | 51,800 | 0.2 | | | |
| 404 | | | 5/30/2012 | \$ 0.20 | 1,894 | 0.2 | | | |
| 405 | | | 6/1/2012 | \$ 0.20 | 2,350 | 0.2 | | | |
| 406 | | | 6/6/2012 | \$ 0.20 | 8,312 | 0.2 | | | |
| 407 | | | 6/7/2012 | \$ 0.20 | 885 | 0.1995 | | | |
| 408 | | | 6/11/2012 | \$ 0.14 | 22,559 | 0.14 | | | |
| 409 | | | 6/12/2012 | \$ 0.18 | 500 | 0.1795 | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|-----|----|----|-----------|---------|---------|--------|---------|---------|----|
| 410 | | | 6/13/2012 | \$ 0.18 | 3,000 | 0.18 | | | |
| 411 | | | 6/14/2012 | \$ 0.18 | 115 | 0.18 | | | |
| 412 | | | 6/18/2012 | \$ 0.21 | 600 | 0.2095 | | | |
| 413 | | | 6/20/2012 | \$ 0.14 | 101,800 | 0.14 | | | |
| 414 | | | 6/22/2012 | \$ 0.15 | 25,000 | 0.15 | | | |
| 415 | | | 6/25/2012 | \$ 0.20 | 1,100 | 0.2 | | | |
| 416 | | | 6/26/2012 | \$ 0.17 | 21,250 | 0.17 | | | |
| 417 | | | 6/27/2012 | \$ 0.13 | 64,534 | 0.13 | | | |
| 418 | | | 6/28/2012 | \$ 0.11 | 110,453 | 0.11 | | | |
| 419 | | | 6/29/2012 | \$ 0.12 | 84,700 | 0.12 | | | |
| 420 | | | 7/2/2012 | \$ 0.08 | 73,785 | 0.08 | \$ 0.07 | \$ 0.19 | 58 |
| 421 | | | 7/3/2012 | \$ 0.09 | 10,700 | 0.085 | | | |
| 422 | | | 7/5/2012 | \$ 0.10 | 10,520 | 0.1 | | | |
| 423 | | | 7/10/2012 | \$ 0.08 | 80,375 | 0.08 | | | |
| 424 | | | 7/11/2012 | \$ 0.09 | 27,510 | 0.085 | | | |
| 425 | | | 7/12/2012 | \$ 0.08 | 26,900 | 0.08 | | | |
| 426 | | | 7/13/2012 | \$ 0.10 | 3,000 | 0.1 | | | |
| 427 | | | 7/17/2012 | \$ 0.07 | 5,000 | 0.07 | | | |
| 428 | | | 7/18/2012 | \$ 0.07 | 6,725 | 0.07 | | | |
| 429 | | | 7/20/2012 | \$ 0.07 | 50,250 | 0.07 | | | |
| 430 | | | 7/24/2012 | \$ 0.10 | 90,154 | 0.1 | | | |
| 431 | | | 7/25/2012 | \$ 0.10 | 33,405 | 0.1025 | | | |
| 432 | | | 7/26/2012 | \$ 0.11 | 99,500 | 0.11 | | | |
| 433 | | | 7/27/2012 | \$ 0.13 | 67,500 | 0.125 | | | |
| 434 | | | 7/30/2012 | \$ 0.13 | 69,875 | 0.125 | | | |
| 435 | | | 7/31/2012 | \$ 0.12 | 38,653 | 0.12 | | | |
| 436 | | | 8/1/2012 | \$ 0.12 | 7,500 | 0.12 | | | |
| 437 | | | 8/2/2012 | \$ 0.14 | 34,479 | 0.135 | | | |
| 438 | | | 8/3/2012 | \$ 0.13 | 13,185 | 0.13 | | | |
| 439 | | | 8/6/2012 | \$ 0.12 | 22,500 | 0.12 | | | |
| 440 | | | 8/7/2012 | \$ 0.10 | 1,100 | 0.095 | | | |
| 441 | | | 8/8/2012 | \$ 0.10 | 1,000 | 0.095 | | | |
| 442 | | | 8/9/2012 | \$ 0.10 | 13,083 | 0.1 | | | |
| 443 | | | 8/10/2012 | \$ 0.07 | 1,250 | 0.0712 | | | |
| 444 | | | 8/13/2012 | \$ 0.12 | 197,150 | 0.12 | | | |
| 445 | | | 8/14/2012 | \$ 0.12 | 31,869 | 0.12 | | | |
| 446 | | | 8/15/2012 | \$ 0.10 | 14,000 | 0.1 | | | |
| 447 | | | 8/16/2012 | \$ 0.10 | 51,350 | 0.1 | | | |
| 448 | | | 8/17/2012 | \$ 0.13 | 1,560 | 0.125 | | | |
| 449 | | | 8/20/2012 | \$ 0.12 | 49,089 | 0.12 | | | |
| 450 | | | 8/21/2012 | \$ 0.08 | 40,300 | 0.0755 | | | |
| 451 | | | 8/22/2012 | \$ 0.08 | 40,500 | 0.08 | | | |
| 452 | | | 8/23/2012 | \$ 0.10 | 314,790 | 0.097 | | | |
| 453 | | | 8/24/2012 | \$ 0.10 | 235,325 | 0.1 | | | |
| 454 | | | 8/27/2012 | \$ 0.14 | 263,152 | 0.135 | | | |
| 455 | | | 8/28/2012 | \$ 0.13 | 91,480 | 0.13 | | | |

| | CW | CX | DA | DB | DC | DD | DE | DF | DG |
|-----|----|----|------------|---------|---------|--------|---------|---------|----|
| 456 | | | 8/29/2012 | \$ 0.13 | 73,421 | 0.13 | | | |
| 457 | | | 8/30/2012 | \$ 0.14 | 182,000 | 0.14 | | | |
| 458 | | | 8/31/2012 | \$ 0.15 | 146,966 | 0.15 | | | |
| 459 | | | 9/4/2012 | \$ 0.13 | 52,375 | 0.13 | | | |
| 460 | | | 9/5/2012 | \$ 0.10 | 156,984 | 0.1 | | | |
| 461 | | | 9/6/2012 | \$ 0.12 | 68,000 | 0.1189 | | | |
| 462 | | | 9/7/2012 | \$ 0.12 | 227,200 | 0.12 | | | |
| 463 | | | 9/10/2012 | \$ 0.16 | 119,075 | 0.16 | | | |
| 464 | | | 9/11/2012 | \$ 0.17 | 379,238 | 0.17 | | | |
| 465 | | | 9/12/2012 | \$ 0.17 | 118,300 | 0.17 | | | |
| 466 | | | 9/13/2012 | \$ 0.17 | 242,100 | 0.17 | | | |
| 467 | | | 9/14/2012 | \$ 0.15 | 90,000 | 0.15 | | | |
| 468 | | | 9/17/2012 | \$ 0.13 | 128,900 | 0.13 | | | |
| 469 | | | 9/18/2012 | \$ 0.13 | 335,000 | 0.1305 | | | |
| 470 | | | 9/19/2012 | \$ 0.15 | 119,000 | 0.15 | | | |
| 471 | | | 9/20/2012 | \$ 0.18 | 84,424 | 0.18 | | | |
| 472 | | | 9/21/2012 | \$ 0.18 | 62,750 | 0.175 | | | |
| 473 | | | 9/24/2012 | \$ 0.19 | 90,235 | 0.19 | | | |
| 474 | | | 9/25/2012 | \$ 0.18 | 172,910 | 0.175 | | | |
| 475 | | | 9/26/2012 | \$ 0.18 | 40,000 | 0.18 | | | |
| 476 | | | 9/27/2012 | \$ 0.19 | 30,575 | 0.19 | | | |
| 477 | | | 9/28/2012 | \$ 0.18 | 95,950 | 0.18 | | | |
| 478 | | | 10/1/2012 | \$ 0.17 | 17,200 | 0.165 | \$ 0.03 | \$ 0.18 | 55 |
| 479 | | | 10/2/2012 | \$ 0.18 | 111,200 | 0.175 | | | |
| 480 | | | 10/3/2012 | \$ 0.16 | 48,000 | 0.16 | | | |
| 481 | | | 10/4/2012 | \$ 0.17 | 11,350 | 0.165 | | | |
| 482 | | | 10/8/2012 | \$ 0.15 | 450 | 0.15 | | | |
| 483 | | | 10/9/2012 | \$ 0.13 | 37,600 | 0.13 | | | |
| 484 | | | 10/10/2012 | \$ 0.16 | 5,650 | 0.16 | | | |
| 485 | | | 10/15/2012 | \$ 0.16 | 42,200 | 0.16 | | | |
| 486 | | | 10/16/2012 | \$ 0.14 | 240,195 | 0.139 | | | |
| 487 | | | 10/17/2012 | \$ 0.11 | 24,600 | 0.105 | | | |
| 488 | | | 10/18/2012 | \$ 0.13 | 90,180 | 0.13 | | | |
| 489 | | | 10/19/2012 | \$ 0.12 | 106,374 | 0.12 | | | |
| 490 | | | 10/22/2012 | \$ 0.11 | 65,600 | 0.105 | | | |
| 491 | | | 10/23/2012 | \$ 0.12 | 4,373 | 0.115 | | | |
| 492 | | | 10/25/2012 | \$ 0.11 | 80,225 | 0.11 | | | |
| 493 | | | 10/26/2012 | \$ 0.11 | 138,350 | 0.11 | | | |
| 494 | | | 10/31/2012 | \$ 0.11 | 230,745 | 0.114 | | | |
| 495 | | | 11/1/2012 | \$ 0.10 | 56,600 | 0.098 | | | |
| 496 | | | 11/2/2012 | \$ 0.11 | 2,728 | 0.111 | | | |
| 497 | | | 11/5/2012 | \$ 0.11 | 34,400 | 0.1095 | | | |
| 498 | | | 11/6/2012 | \$ 0.09 | 742,176 | 0.09 | | | |
| 499 | | | 11/7/2012 | \$ 0.10 | 155,500 | 0.1 | | | |
| 500 | | | 11/8/2012 | \$ 0.09 | 49,847 | 0.09 | | | |
| 501 | | | 11/9/2012 | \$ 0.10 | 36,400 | 0.1 | | | |

| | K | L | M |
|----|-------------------|----------|-----------|
| 1 | AGAC US Equity | \$ 0.10 | \$ 0.15 |
| 2 | | | 264,000 |
| 3 | Date | PX_LAST | PX_VOLUME |
| 4 | 4/21/2010 | \$ 0.10 | 137,000 |
| 5 | 6/16/2010 | \$ 0.10 | 50,000 |
| 6 | 6/28/2010 | \$ 0.10 | 30,000 |
| 7 | 7/7/2010 | \$ 0.15 | 32,000 |
| 8 | 7/23/2010 | \$ 0.15 | 15,000 |
| 9 | 9/3/2010 | \$ 10.00 | 100 |
| 10 | 11/19/2010 | \$ 10.00 | 800 |
| 11 | 7/18/2011 | \$ 3.85 | 300 |
| 12 | 7/19/2011 | \$ 3.85 | 300 |
| 13 | 7/20/2011 | \$ 3.85 | 500 |
| 14 | 7/21/2011 | \$ 3.85 | 2,100 |
| 15 | 7/22/2011 | \$ 4.10 | 1,000 |
| 16 | 7/25/2011 | \$ 4.50 | 1,000 |
| 17 | 7/26/2011 | \$ 4.50 | 300 |
| 18 | 7/27/2011 | \$ 4.50 | 500 |
| 19 | 7/29/2011 | \$ 4.50 | 300 |
| 20 | 8/1/2011 | \$ 4.50 | 1,400 |
| 21 | 8/2/2011 | \$ 4.50 | 300 |
| 22 | 8/5/2011 | \$ 4.50 | 3,500 |
| 23 | 8/8/2011 | \$ 4.00 | 500 |
| 24 | 8/9/2011 | \$ 3.75 | 1,500 |
| 25 | 8/10/2011 | \$ 4.50 | 1,300 |
| 26 | 8/16/2011 | \$ 4.00 | 1,000 |
| 27 | 8/17/2011 | \$ 4.00 | 500 |
| 28 | 8/19/2011 | \$ 4.00 | 1,000 |
| 29 | 8/22/2011 | \$ 4.25 | 5,300 |
| 30 | 8/23/2011 | \$ 4.25 | 500 |
| 31 | 8/25/2011 | \$ 4.35 | 500 |
| 32 | 8/26/2011 | \$ 4.35 | 200 |
| 33 | 8/29/2011 | \$ 4.35 | 200 |
| 34 | 8/30/2011 | \$ 4.25 | 1,500 |
| 35 | 8/31/2011 | \$ 4.10 | 500 |

| | BA | BB | BC |
|----|---------------------------------------------|----------|-----------|
| | zmdc us equity (MAQC prior to 1/15/2013) | | |
| 1 | \$ | 0.003 | \$ 4.50 |
| 2 | | | 6,100 |
| 3 | Date | PX_LAST | PX_VOLUME |
| 4 | 1/22/2010 | \$ 0.250 | 100 |
| 5 | 2/4/2010 | \$ 0.250 | 201 |
| 6 | 2/12/2010 | \$ 0.250 | 100 |
| 7 | 3/16/2010 | \$ 0.250 | 100 |
| 8 | 3/25/2010 | \$ 0.250 | 200 |
| 9 | 6/16/2010 | \$ 0.025 | 100 |
| 10 | 10/27/2010 | \$ 0.003 | 273 |
| 11 | 10/28/2010 | \$ 4.500 | 1,100 |
| 12 | 11/4/2010 | \$ 0.003 | 100 |
| 13 | 11/5/2010 | \$ 0.003 | 100 |
| 14 | 11/10/2010 | \$ 0.018 | 1,000 |
| 15 | 1/25/2011 | \$ 0.018 | 100 |
| 16 | 2/4/2011 | \$ 2.750 | 1,010 |
| 17 | 2/8/2011 | \$ 0.150 | 200 |
| 18 | 2/25/2011 | \$ 0.160 | 1,400 |
| 19 | 3/10/2011 | \$ 0.050 | 200 |
| 20 | 3/16/2011 | \$ 0.060 | 117 |
| 21 | 3/18/2011 | \$ 0.300 | 100 |
| 22 | 3/29/2011 | \$ 1.14 | 500 |
| 23 | 4/6/2011 | \$ 0.32 | 1,010 |
| 24 | 5/16/2011 | \$ 0.30 | 100 |
| 25 | 6/1/2011 | \$ 0.30 | 100 |
| 26 | 9/20/2011 | \$ 1.01 | 2,000 |
| 27 | 11/29/2011 | \$ 0.51 | 100 |
| 28 | 1/9/2012 | \$ 0.51 | 100 |
| 29 | 3/20/2012 | \$ 0.51 | 114 |
| 30 | 3/29/2012 | \$ 0.51 | 100 |
| 31 | 4/10/2012 | \$ 0.51 | 100 |
| 32 | 5/15/2012 | \$ 0.51 | 100 |
| 33 | 5/21/2012 | \$ 0.51 | 100 |
| 34 | 6/6/2012 | \$ 1.21 | 100 |
| 35 | 7/2/2012 | \$ 0.51 | 100 |
| 36 | 10/5/2012 | \$ 0.51 | 100 |
| 37 | 10/10/2012 | \$ 0.51 | 100 |
| 38 | 12/11/2012 | \$ 1.25 | 3,850 |
| 39 | 12/12/2012 | \$ 1.25 | 100 |
| 40 | 12/17/2012 | \$ 1.00 | 600 |
| 41 | 12/20/2012 | \$ 1.20 | 1,000 |

| | BA | BB | BC |
|----|------------|---------|-------|
| 42 | 12/28/2012 | \$ 1.35 | 4,500 |

| | BF | BG | BH |
|----|-------------------|---------|-----------|
| 1 | SIGN US Equity | \$ 0.05 | \$ 0.50 |
| 2 | | | 537,585 |
| 3 | Date | PX_LAST | PX_VOLUME |
| 4 | 1/4/2010 | \$ 0.15 | 5,000 |
| 5 | 1/5/2010 | \$ 0.15 | 5,000 |
| 6 | 1/6/2010 | \$ 0.35 | 6,896 |
| 7 | 1/7/2010 | \$ 0.39 | 5,497 |
| 8 | 1/11/2010 | \$ 0.62 | 1,000 |
| 9 | 1/12/2010 | \$ 0.51 | 4,300 |
| 10 | 1/25/2010 | \$ 0.21 | 10,000 |
| 11 | 1/29/2010 | \$ 0.20 | 250 |
| 12 | 2/1/2010 | \$ 0.15 | 6,600 |
| 13 | 2/2/2010 | \$ 0.15 | 2,500 |
| 14 | 2/11/2010 | \$ 0.14 | 300 |
| 15 | 3/8/2010 | \$ 0.09 | 6,500 |
| 16 | 3/11/2010 | \$ 0.18 | 1,600 |
| 17 | 3/17/2010 | \$ 0.19 | 7,200 |
| 18 | 3/18/2010 | \$ 0.19 | 4,760 |
| 19 | 3/19/2010 | \$ 0.15 | 10,000 |
| 20 | 3/29/2010 | \$ 0.19 | 11,990 |
| 21 | 4/5/2010 | \$ 0.20 | 10,000 |
| 22 | 4/13/2010 | \$ 0.15 | 1,000 |
| 23 | 4/21/2010 | \$ 0.13 | 12,200 |
| 24 | 4/26/2010 | \$ 0.05 | 500 |
| 25 | 5/5/2010 | \$ 0.19 | 40,808 |
| 26 | 5/6/2010 | \$ 0.17 | 11,000 |
| 27 | 5/11/2010 | \$ 0.15 | 200 |
| 28 | 5/13/2010 | \$ 0.15 | 200 |
| 29 | 5/14/2010 | \$ 0.20 | 2,600 |
| 30 | 5/19/2010 | \$ 0.14 | 4,000 |
| 31 | 5/24/2010 | \$ 0.10 | 350 |
| 32 | 5/26/2010 | \$ 0.12 | 12,970 |
| 33 | 5/27/2010 | \$ 0.25 | 4,250 |
| 34 | 5/28/2010 | \$ 0.45 | 31,781 |
| 35 | 6/1/2010 | \$ 0.45 | 800 |
| 36 | 6/3/2010 | \$ 0.41 | 1,000 |
| 37 | 6/7/2010 | \$ 0.10 | 10,796 |
| 38 | 6/9/2010 | \$ 0.19 | 1,550 |
| 39 | 6/14/2010 | \$ 0.19 | 500 |
| 40 | 6/21/2010 | \$ 0.15 | 7,000 |
| 41 | 6/22/2010 | \$ 0.15 | 25,000 |

| | BF | BG | BH |
|----|------------|---------|---------|
| 42 | 6/25/2010 | \$ 0.19 | 15,000 |
| 43 | 6/28/2010 | \$ 0.25 | 2,425 |
| 44 | 6/29/2010 | \$ 0.25 | 22,304 |
| 45 | 7/1/2010 | \$ 0.50 | 137,500 |
| 46 | 7/2/2010 | \$ 0.50 | 2,750 |
| 47 | 7/6/2010 | \$ 0.50 | 18,500 |
| 48 | 7/8/2010 | \$ 0.50 | 11,000 |
| 49 | 7/9/2010 | \$ 0.50 | 10,000 |
| 50 | 7/12/2010 | \$ 0.40 | 6,000 |
| 51 | 7/16/2010 | \$ 0.40 | 2,500 |
| 52 | 7/20/2010 | \$ 0.40 | 2,000 |
| 53 | 7/23/2010 | \$ 0.41 | 2,000 |
| 54 | 7/27/2010 | \$ 0.40 | 26,220 |
| 55 | 8/3/2010 | \$ 0.35 | 980 |
| 56 | 8/9/2010 | \$ 0.35 | 9,000 |
| 57 | 8/16/2010 | \$ 0.32 | 7,000 |
| 58 | 8/18/2010 | \$ 0.30 | 2,631 |
| 59 | 8/26/2010 | \$ 0.35 | 2,400 |
| 60 | 8/30/2010 | \$ 0.35 | 700 |
| 61 | 10/12/2010 | \$ 0.30 | 10,000 |
| 62 | 10/14/2010 | \$ 0.30 | 500 |
| 63 | 10/20/2010 | \$ 0.30 | 2,800 |
| 64 | 10/21/2010 | \$ 0.30 | 10,000 |
| 65 | 10/26/2010 | \$ 0.20 | 1,000 |
| 66 | 10/27/2010 | \$ 0.25 | 2,000 |
| 67 | 11/5/2010 | \$ 0.20 | 1,000 |
| 68 | 11/10/2010 | \$ 0.20 | 1,000 |
| 69 | 11/17/2010 | \$ 0.20 | 4,000 |
| 70 | 11/26/2010 | \$ 0.20 | 220 |
| 71 | 12/17/2010 | \$ 0.25 | 3,500 |
| 72 | 1/7/2011 | \$ 0.15 | 10,000 |
| 73 | 1/10/2011 | \$ 0.10 | 5,000 |
| 74 | 1/11/2011 | \$ 0.15 | 5,050 |
| 75 | 1/24/2011 | \$ 0.20 | 5,000 |
| 76 | 1/25/2011 | \$ 0.15 | 1,000 |
| 77 | 3/3/2011 | \$ 0.25 | 4,000 |
| 78 | 3/16/2011 | \$ 0.15 | 15,000 |
| 79 | 3/17/2011 | \$ 0.25 | 5,000 |
| 80 | 3/28/2011 | \$ 0.50 | 1,100 |
| 81 | 3/29/2011 | \$ 0.50 | 1,000 |
| 82 | 5/23/2011 | \$ 0.05 | 4,194 |
| 83 | 5/25/2011 | \$ 0.05 | 6,888 |
| 84 | 6/6/2011 | \$ 0.05 | 800 |
| 85 | 6/23/2011 | \$ 0.05 | 870 |
| 86 | 6/30/2011 | \$ 0.47 | 4,200 |
| 87 | 7/1/2011 | \$ 0.50 | 2,000 |

| | BF | BG | BH |
|----|------------|---------|-------|
| 88 | 5/18/2012 | \$ 0.05 | 200 |
| 89 | 5/25/2012 | \$ 0.20 | 9,000 |
| 90 | 6/1/2012 | \$ 0.10 | 700 |
| 91 | 6/8/2012 | \$ 0.30 | 1,000 |
| 92 | 6/11/2012 | \$ 0.05 | 200 |
| 93 | 7/18/2012 | \$ 0.05 | 200 |
| 94 | 7/25/2012 | \$ 0.05 | 100 |
| 95 | 7/30/2012 | \$ 0.51 | 2,000 |
| 96 | 10/3/2012 | \$ 0.50 | 100 |
| 97 | 12/11/2012 | \$ 0.05 | 200 |
| 98 | 12/18/2012 | \$ 0.06 | 430 |
| 99 | 12/28/2012 | \$ 0.25 | 2,000 |

| | BP | BQ | BR |
|---|-------------------|---------|-----------|
| 1 | SACQ US Equity | \$ 0.10 | \$ 0.10 |
| 2 | | | 163,500 |
| 3 | Date | PX_LAST | PX_VOLUME |
| 4 | 10/15/2010 | \$ 0.10 | 15,000 |
| 5 | 10/18/2010 | \$ 0.10 | 78,500 |
| 6 | 10/28/2010 | \$ 0.10 | 70,000 |
| 7 | | | |

**Division's Supplemental
Exhibit D**

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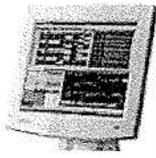
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| 807.90 | 7.55 | 10.713.54 | 98.03 | 0.00 |
| 1.107.40 | 13.28 | | | |

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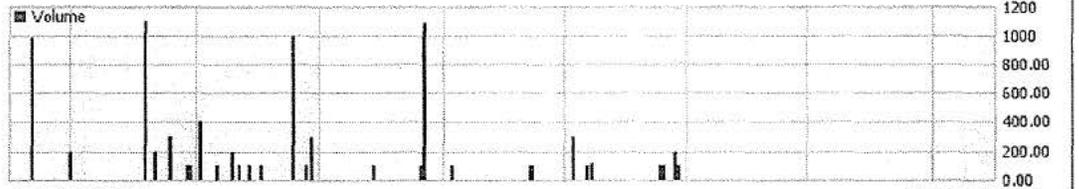
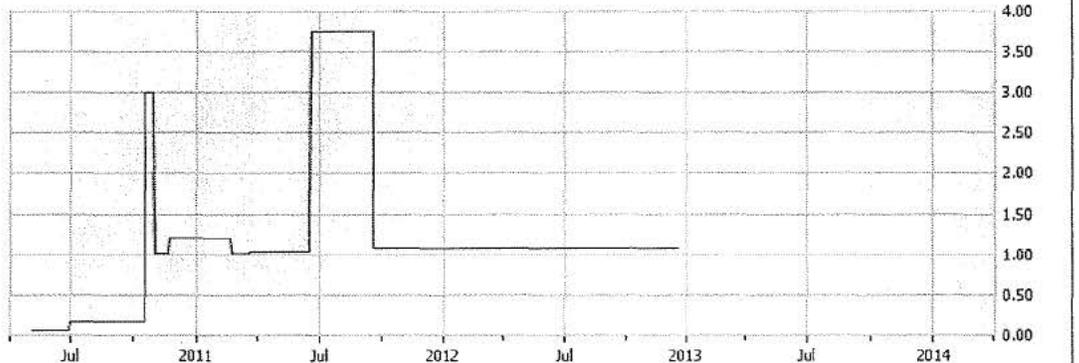
| | | | | | | |
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\$ N/A N/A (N/A) Volume: 0 N/A

4 Year Line OHLC Candle Area



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10,711.54 96.03 ▲
1,367.30 13.28 ▲

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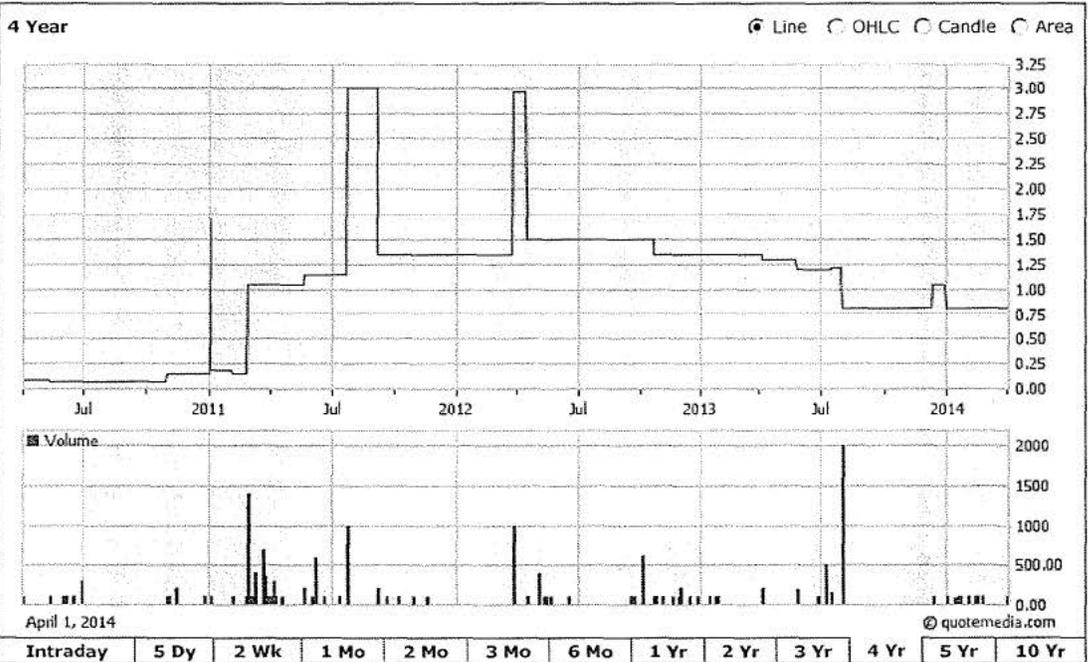
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Charts for EIGHT DRAGONS CO (EDRG)

\$ 0.80 0.00 (0.00%) Volume: 0 3:43 PM EDT Apr 1, 2014



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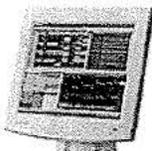
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| 807.90 | 2.50 | 11.71 | 11.54 | 98.03 | 0.00 |
| 1.167 | 10 | 13.28 | | | |

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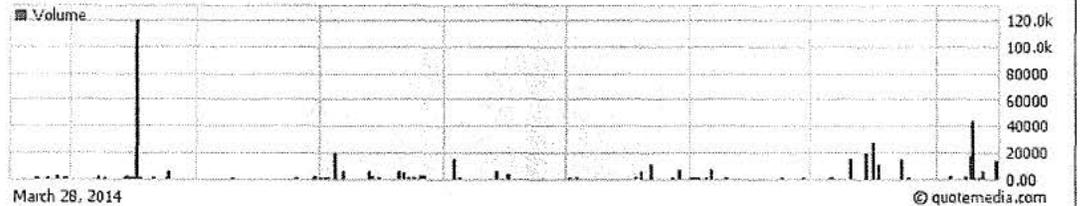
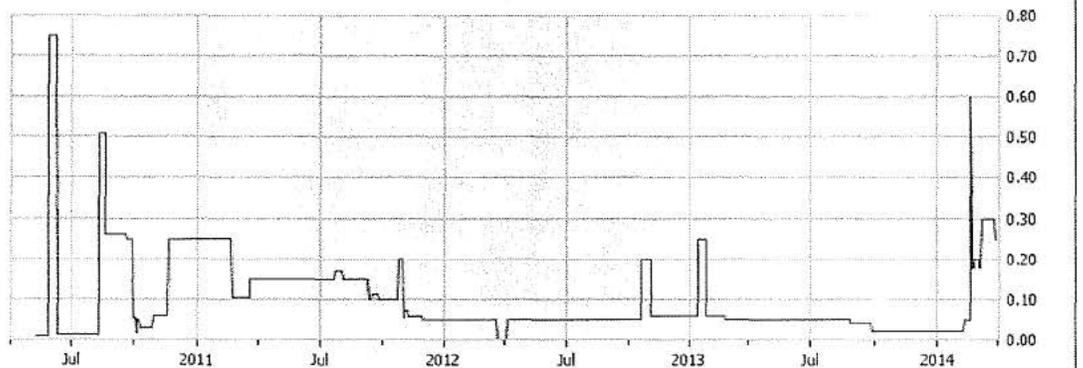
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Symbol: [Charts](#) [Symbol Lookup](#) | [Recent Quotes](#)

Charts for HPC ACQUISITIONS INC (HPCQ)

\$ 0.25 0.00 (0.00%) Volume: 0 12:53 PM EDT Mar 28, 2014

4 Year Line OHLC Candle Area



March 28, 2014 © quotemedia.com

[Intraday](#) [5 Dy](#) [2 Wk](#) [1 Mo](#) [2 Mo](#) [3 Mo](#) [6 Mo](#) [1 Yr](#) [2 Yr](#) [3 Yr](#) [4 Yr](#) [5 Yr](#) [10 Yr](#)

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| 10.711.54 | 96.03 | |
| 1.167.30 | 13.28 | |

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Charts for Truewest Corp (TRWS)

\$ N/A

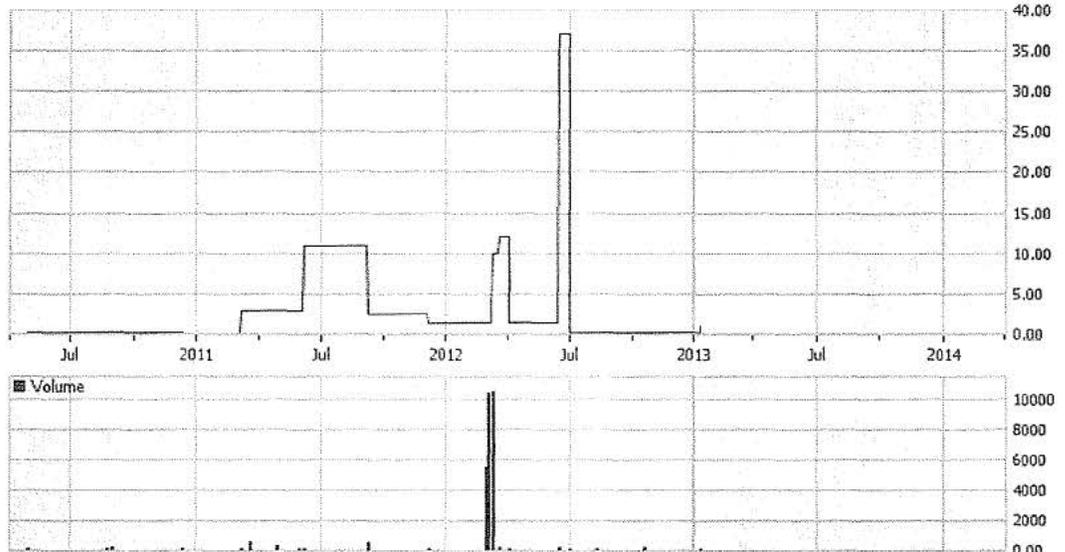
N/A (N/A)

Volume: 0

N/A

4 Year

Line OHLC Candle Area



January 11, 2013

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| | | | | | | | | | | | | |
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| Intraday | 5 Dy | 2 Wk | 1 Mo | 2 Mo | 3 Mo | 6 Mo | 1 Yr | 2 Yr | 3 Yr | 4 Yr | 5 Yr | 10 Yr |
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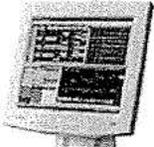
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Charts for ENDOCAN CORP (ENDO)
\$ 0.0725 Δ 0.0015 (+2.11%) Volume: 620.43k 3:57 PM EDT Apr 2, 2014



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 11.714.54 96.03 ▲
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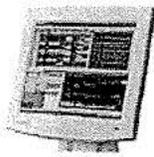
Symbol: AGAC Charts [Symbol Lookup](#) | [Recent Quotes](#)

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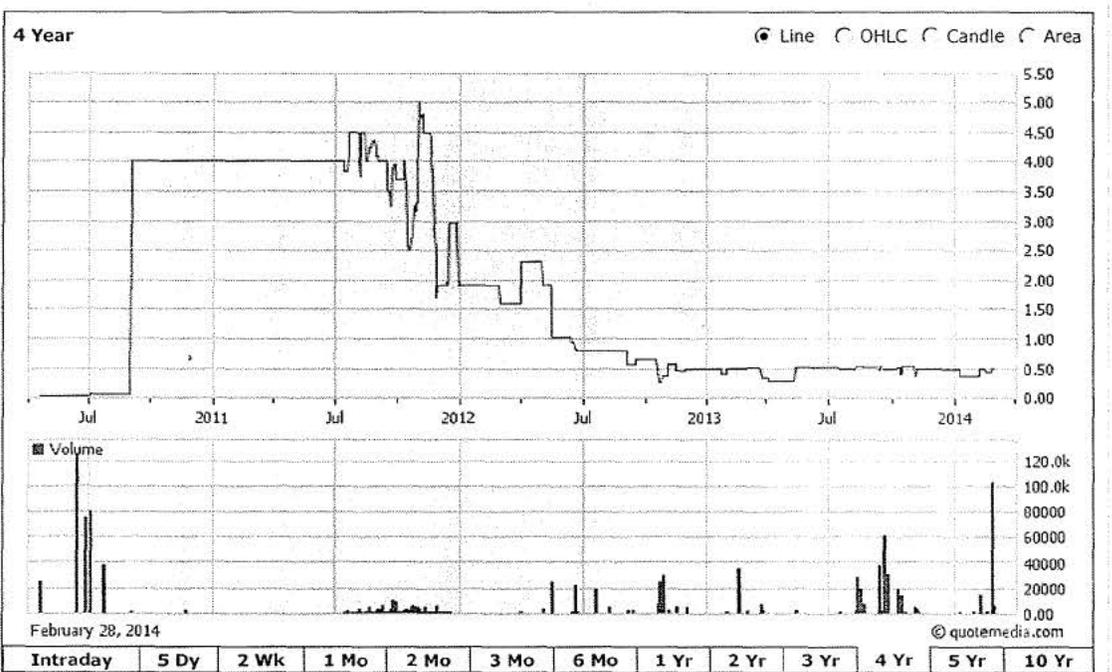
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Charts for ASIA GREEN AGRICULTURE CO (AGAC)

\$ 0.50 0.00 (0.00%) Volume: 0 9:30 AM EST Feb 28, 2014



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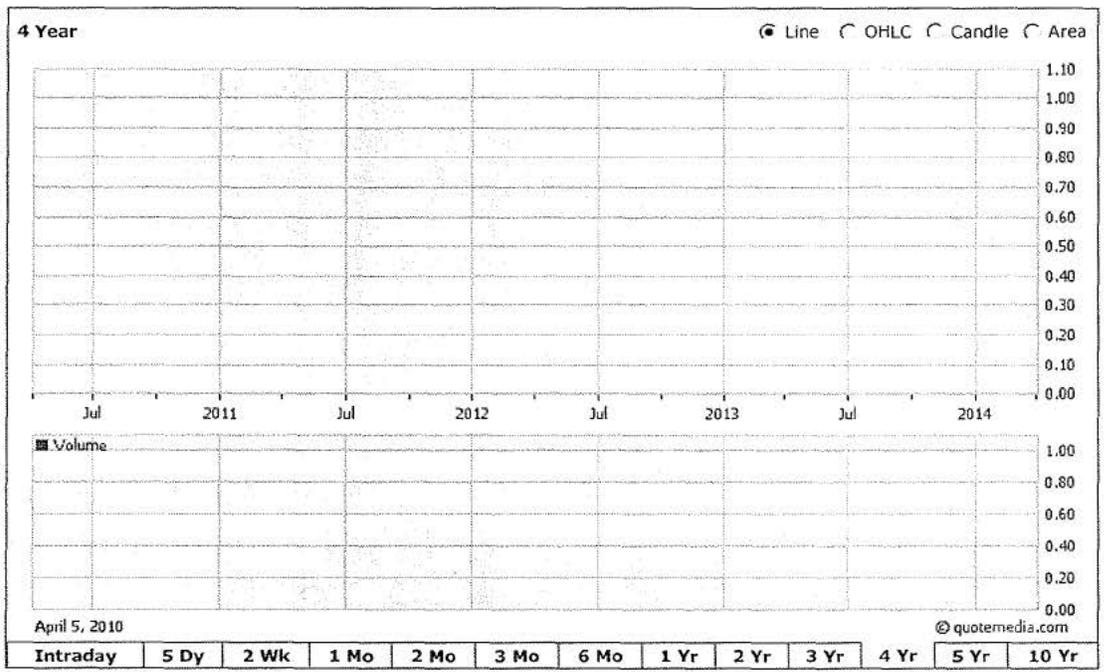
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Symbol: SMPN Charts GO Symbol Lookup Recent Quotes

Charts for SMSA Palestine Acquisition Corp. (SMPN)

\$ N/A N/A (N/A) Volume: 0 N/A



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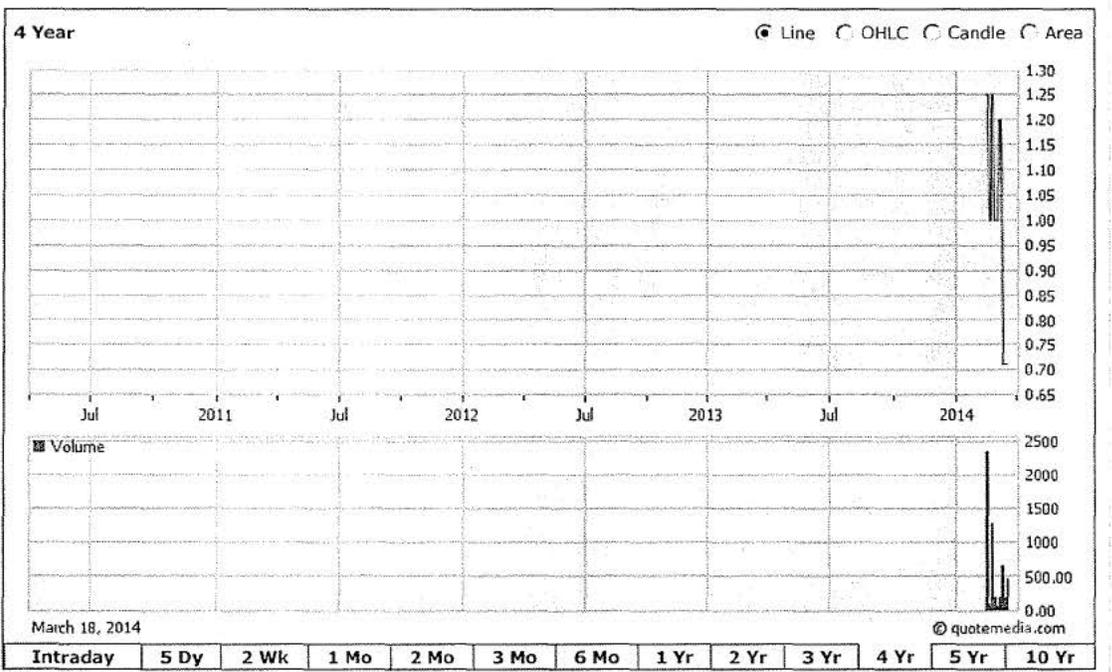
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Symbol: ZMDC Charts GO Symbol Lookup | Recent Quotes

Charts for USA ZHIMINGDE INTL GROUP (ZMDC)

\$ 0.71 0.00 (0.00%) Volume: 0 12:08 PM EDT Mar 18, 2014



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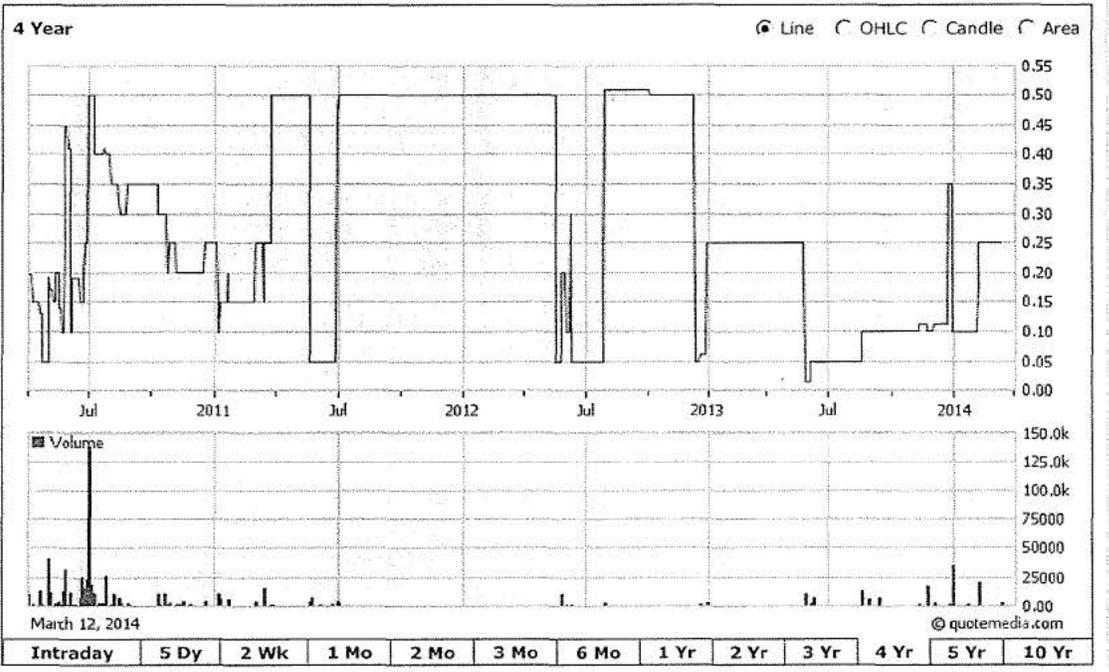
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| Symbol: <input type="text" value="SIGN"/> Charts <input type="button" value="GO"/> Symbol Lookup Recent Quotes | | | | | | |

Charts for SIGNET INTL HLDGS INC (SIGN)

\$ 0.25

0.00 (0.00%) Volume: 0 9:51 AM EDT Mar 12, 2014



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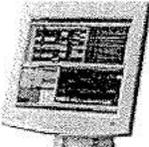
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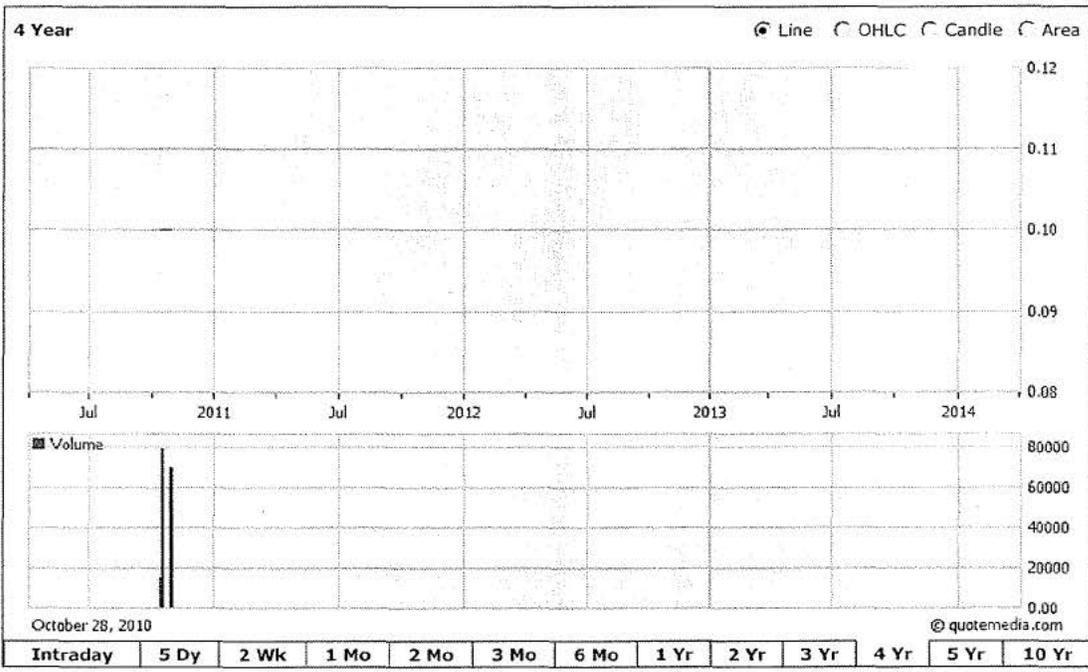
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Symbol: SACQ [Charts](#) [GO](#) [Symbol Lookup](#) | [Recent Quotes](#)

Charts for SMSA GAINESVILLE ACQSTN (SACQ)

\$ 0.10 0.00 (0.00%) Volume: 0 2:42 PM EDT Oct 28, 2010



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**Division's Supplemental
Exhibit E**

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FORM 10-K

8888 Acquisition CORP - EGHA

Filed: October 15, 2010 (period: August 31, 2010)

Annual report with a comprehensive overview of the company

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

Item 2 - Properties

The Company currently maintains a mailing address at [REDACTED]. The Company's telephone number there is [REDACTED]. Other than this mailing address, the Company does not currently maintain any other office facilities, and does not anticipate the need for maintaining office facilities at any time in the foreseeable future. The Company pays no rent or other fees for the use of the mailing address as these offices are used virtually full-time by other businesses of the Company's President.

It is likely that the Company will not establish an office until it has completed a business acquisition transaction, but it is not possible to predict what arrangements will actually be made with respect to future office facilities.

Item 3 - Legal Proceedings

The Company is not a party to any pending legal proceedings, and no such proceedings are known to be contemplated.

Item 4 - (Removed and Reserved)

PART II

Item 5 - Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Market for Trading

The Company has approximately 263 shareholders of record and an estimated 100 shareholder positions held in "street name".

The Company's Common Stock is quoted on the OTC Bulletin Board under symbol "EGHA". As of the date of this report, there are few and infrequent trades of the Company's securities. The following table sets forth the quarterly average high and low closing bid prices per share for the Common Stock:

| | High | Low |
|-----------------------------------|-----------------------------|---------|
| Fiscal year ended August 31, 2008 | | |
| Quarter ended November 30, 2007 | Not eligible for trading | |
| Quarter ended February 28, 2008 | \$ 2.00 | \$ 1.05 |
| Quarter ended May 31, 2008 | 1.35 | 1.25 |
| Quarter ended August 31, 2008 | 1.25 | 1.25 |
| Fiscal year ended August 31, 2009 | | |
| Quarter ended November 30, 2008 | \$ 1.26 | \$ 1.25 |
| Quarter ended February 28, 2009 | 1.26 | 1.25 |
| Quarter ended May 31, 2009 | 1.25 | 1.01 |
| Quarter ended August 31, 2009 | 1.01 | 0.10 |
| Fiscal year ended August 31, 2010 | | |
| Quarter ended November 30, 2009 | \$ 0.18 | \$ 0.10 |
| Quarter ended February 28, 2010 | \$ 0.52 | \$ 0.12 |
| Quarter ended May 31, 2010 | \$ 0.12 | \$ 0.07 |
| Quarter ended August 31, 2010 | \$ 0.16 | \$ 0.07 |

Transfer Agent

Our independent stock transfer agent is Securities Transfer Corporation, located in Frisco, Texas. The mailing address and telephone number are: 2591 Dallas Parkway, Suite 102, Frisco, Texas 75034; (469) 633-0101.

Reports to Stockholders

The Company plans to furnish its stockholders with an annual report for each fiscal year ending August 31 containing financial statements audited by its independent certified public accountants. In the event the Company enters into a business combination with another Company, it is the present intention of management to continue furnishing annual reports to stockholders. Additionally, the Company may, in its sole discretion, issue unaudited quarterly or other interim reports to its stockholders when it deems appropriate. The Company intends to maintain compliance with the periodic reporting requirements of the Securities Exchange Act of 1934.

Dividend policy

No dividends have been paid to date and the Company's Board of Directors does not anticipate paying dividends in the foreseeable future. It is the current policy of the Company's Board of Directors to retain all earnings, if any, to support future growth and expansion.

Recent issuances of Unregistered Securities

None

Item 6 - Selected Financial Data

Not required for registrant.

Item 7 - Management's Discussion and Analysis of Financial Condition and Results of Operations

(1) Caution Regarding Forward-Looking Information

Certain statements contained in this annual filing, including, without limitation, statements containing the words "believes", "anticipates", "expects" and words of similar import, constitute forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements.

Such factors include, among others, the following: international, national and local general economic and market conditions; demographic changes; the ability of the Company to sustain, manage or forecast its growth; the ability of the Company to successfully make and integrate acquisitions; existing government regulations and changes in, or the failure to comply with, government regulations; adverse publicity; competition; fluctuations and difficulty in forecasting operating results; changes in business strategy or development plans; business disruptions; the ability to attract and retain qualified personnel; and other factors referenced in this and previous filings.

Given these uncertainties, readers of this Form 10-K and investors are cautioned not to place undue reliance on such forward-looking statements. The Company disclaims any obligation to update any such factors or to publicly announce the result of any revisions to any of the forward-looking statements contained herein to reflect future events or developments.

(2) General

8888 Acquisition Corporation (Company) was originally incorporated on September 20, 1983 in accordance with the Laws of the State of Florida.

On July 18, 2006, the Company changed its state of incorporation from Florida to Nevada by means of a merger with and into 8888 Acquisition Corporation, a Nevada corporation formed on June 26, 2006 solely for the purpose of effecting the reincorporation. The Certificate of Incorporation and Bylaws of the Nevada corporation are the Certificate of Incorporation and Bylaws of the surviving corporation. Such Certificate of Incorporation kept the surviving entity's name of 8888 Acquisition Corporation and modified the Company's capital structure to allow for the issuance of up to 100,000,000 shares of \$0.0001 par value common stock and up to 50,000,000 shares of \$0.0001 par value preferred stock.

The Company was originally formed for the purpose of purchasing mining claims, both patented and unpatented, a mill, buildings and mining equipment located in San Miguel County, Colorado. This purchase was completed on April 22, 1986 and proved unsuccessful. During the year ended August 31, 1990, the Company sold or otherwise disposed of all assets and operations in order to settle then-outstanding indebtedness related to the acquisition of the mining claims and equipment. Since August 31, 1990, the Company has had no sustainable operations or assets.

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FORM 10-K

Eight Dragons Co. - N/A

Filed: February 23, 2012 (period: December 31, 2011)

Annual report with a comprehensive overview of the company

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As of February 23, 2012, there were a total of 362,200 shares of our common stock held by approximately 276 stockholders of record and approximately 280 stockholders whose positions were held in brokerage accounts. There are no shares of our preferred stock outstanding at the date of this report.

The following table sets forth the quarterly average high and low closing bid prices per share for the Common Stock:

| | High | Low |
|--------------------------------------------|---------|---------|
| Fiscal year ended December 31, 2010 | | |
| Quarter ended March 31, 2010 | \$ 0.14 | \$ 0.14 |
| Quarter ended June 30, 2010 | \$ 0.14 | \$ 0.07 |
| Quarter ended September 30, 2010 | \$ 0.07 | \$ 0.07 |
| Quarter ended December 31, 2010 | \$ 0.15 | \$ 0.07 |
| Fiscal year ended December 31, 2011 | | |
| Quarter ended March 31, 2011 | \$ 0.16 | \$ 1.05 |
| Quarter ended June 30, 2011 | \$ 1.05 | \$ 1.15 |
| Quarter ended September 30, 2011 | \$ 1.15 | \$ 3.00 |
| Quarter ended December 31, 2011 | \$ 1.35 | \$ 1.35 |

The source for the high and low closing bids quotations was www.bigcharts.com and may not represent actual transactions and have not been adjusted for stock dividends or splits. The reported closing price of the Company's common stock, based on the last reported trade on October 28, 2011, was \$1.35 per share. Additionally, there were only approximately 19 trades involving the Company's stock during Calendar 2011 and approximately 15 trades involving the Company's stock during Calendar 2010.

Common Stock

Our authorized capital stock consists of 100,000,000 shares of \$0.0001 par value common stock and 50,000,000 shares of \$0.0001 par value preferred stock. Each share of common stock entitles a stockholder to one vote on all matters upon which stockholders are permitted to vote. No stockholder has any preemptive right or other similar right to purchase or subscribe for any additional securities issued by us, and no stockholder has any right to convert the common stock into other securities. No shares of common stock are subject to redemption or any sinking fund provisions. All the outstanding shares of our common stock are fully paid and non-assessable. Subject to the rights of the holders of the preferred stock, if any, our stockholders of common stock are entitled to dividends when, as and if declared by our board from funds legally available therefore and, upon liquidation, to a pro-rata share in any distribution to stockholders. We do not anticipate declaring or paying any cash dividends on our common stock in the foreseeable future.

Preferred Stock

The Company is also authorized to issue up to 50,000,000 shares of \$0.0001 par value Preferred Stock and no shares are issued and outstanding as of the date of this Report.

Pursuant to our Articles of Incorporation, our board has the authority, without further stockholder approval, to provide for the issuance of up to 50 million shares of our preferred stock in one or more series and to determine the dividend rights, conversion rights, voting rights, rights in terms of redemption, liquidation preferences, the number of shares constituting any such series and the designation of such series. Our Board has the power to afford preferences, powers and rights (including voting rights) to the holders of any preferred stock preferences, such rights and preferences being senior to the rights of holders of common stock. No shares of our preferred stock are currently outstanding. Although we have no present intention to issue any shares of preferred stock, the issuance of shares of preferred stock, or the issuance of rights to purchase such shares, may have the effect of delaying, deferring or preventing a change in control of our company.

Restricted Securities

We currently have 300,000 outstanding shares which may be deemed restricted securities as defined in Rule 144. We do not intend to issue any securities prior to consummating a reverse merger transaction. The securities we issue in a merger transaction will most likely be restricted securities.

Generally, restricted securities can be resold under Rule 144 once they have been held for the required statutory period, provided that the securities satisfies the current public information requirements of the Rule.

Dividends

Dividends, if any, will be contingent upon the Company's revenues and earnings, if any, and capital requirements and financial conditions. The payment of dividends, if any, will be within the discretion of the Company's Board of Directors. The Company presently intends to retain all earnings, if any, and accordingly the Board of Directors does not anticipate declaring any dividends prior to a business combination.

Transfer Agent

Our independent stock transfer agent is Securities Transfer Corporation, located in Frisco, Texas. The mailing address and telephone number are: 2591 Dallas Parkway, Suite 102, Frisco, Texas 75034; (469) 633-0101.

Recent Sales of Unregistered Securities

None.

Reports to Stockholders

The Company plans to furnish its stockholders with an annual report for each fiscal year ending December 31 containing financial statements audited by its registered independent public accounting firm. In the event the Company enters into a business combination with another Company, it is the present intention of management to continue furnishing annual reports to stockholders. Additionally, the Company may, in its sole discretion, issue unaudited quarterly or other interim reports to its stockholders when it deems appropriate. The Company intends to maintain compliance with the periodic reporting requirements of the Exchange Act.

Item 6 - Selected Financial Data

Not applicable

Item 7 - Management's Discussion and Analysis of Financial Condition and Results of Operations

(1) Caution Regarding Forward-Looking Information

Certain statements contained in this annual filing, including, without limitation, statements containing the words "believes", "anticipates", "expects" and words of similar import, constitute forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements.

Such factors include, among others, the following: international, national and local general economic and market conditions; demographic changes; the ability of the Company to sustain, manage or forecast its growth; the ability of the Company to successfully make and integrate acquisitions; existing government regulations and changes in, or the failure to comply with, government regulations; adverse publicity; competition; fluctuations and difficulty in forecasting operating results; changes in business strategy or development plans; business disruptions; the ability to attract and retain qualified personnel; and other factors referenced in this and previous filings.

Given these uncertainties, readers of this Form 10-K and investors are cautioned not to place undue reliance on such forward-looking statements. The Company disclaims any obligation to update any such factors or to publicly announce the result of any revisions to any of the forward-looking statements contained herein to reflect future events or developments.

(2) General

Eight Dragons Company (Company), formerly known as Tahoe Pacific Corporation, Pacific Holdings, Inc. and Ameri-First Financial Group, respectively, was incorporated in the State of Nevada on September 27, 1996. On October 24, 2007, the Company changed its state of incorporation from Delaware to Nevada by means of a merger with and into Eight Dragons Company, a Nevada corporation formed on September 26, 2007 solely for the purpose of effecting the reincorporation.

For periods prior to 2000, the Company participated in numerous unsuccessful ventures and corporate name changes, as discussed in greater detail in previous filings with the U. S. Securities and Exchange Commission. Since 2000, the Company has had no operations, significant assets or liabilities.

The Company's current principal business activity is to seek a suitable reverse acquisition candidate through acquisition, merger or other suitable business combination method.

EIGHT DRAGONS COMPANY
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
Years ended December 31, 2011 and 2010

| | Common Stock | | Additional paid-in capital | Accumulated deficit | Total |
|--------------------------------------|----------------|--------------|----------------------------------|------------------------|-----------------------|
| | Shares | Amount | | | |
| Balances at January 1, 2010 | 362,200 | \$ 36 | \$ 31,690,302 | \$ (32,747,024) | \$ (1,056,686) |
| Net loss for the year | — | — | — | (91,432) | (91,432) |
| Balances at December 31, 2010 | 362,200 | 36 | 31,690,302 | (32,838,456) | (1,148,118) |
| Net loss for the year | — | — | — | (93,020) | (93,020) |
| Balances at December 31, 2011 | <u>362,200</u> | <u>\$ 36</u> | <u>\$ 31,690,302</u> | <u>\$ (32,931,476)</u> | <u>\$ (1,241,138)</u> |

The accompanying notes are an integral part of these financial statements.

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FORM 10-K

HPC Acquisitions, Inc. - HPCQ

Filed: March 15, 2012 (period: December 31, 2011)

Annual report with a comprehensive overview of the company

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

Item 1A - Risk Factors

Not applicable.

Item 1B - Unresolved Staff Comments

None

Item 2 - Properties

The Company currently maintains a mailing address at 10935 57th Avenue North, Plymouth, Minnesota 55442. The Company's telephone number there is (952) 541-1155. Other than this mailing address, the Company does not currently maintain any other office facilities, and does not anticipate the need for maintaining office facilities at any time in the foreseeable future. The Company pays no rent or other fees for the use of the mailing address as these offices are used virtually full-time by other businesses of the Company's sole officer and director.

It is likely that the Company will not establish an office until it has completed a business acquisition transaction, but it is not possible to predict what arrangements will actually be made with respect to future office facilities.

Item 3 - Legal Proceedings

The Company is not a party to any pending legal proceedings, and no such proceedings are known to be contemplated.

Item 4 - Mine Safety Disclosures

Not applicable to the Company.

PART II

Item 5 - Market for the Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Market for Trading and Eligibility for Future Sale

Pursuant to a letter from the Financial Industry Regulatory Authority (FINRA) dated October 14, 2008, the Company's common stock was cleared for trading on the OTC Bulletin Board and Pink Sheets. The Company's equity securities trade under the symbol "HPCQ". Information obtained from market activity reports available on the nasdaq.com website shows that there was active trading of the Company's common stock on only two (2) days (through March 14, 2012), 19 days in 2011, seven (7) days in 2010, six (6) days in 2009 and one (1) day in 2008. The latest trade in proximity to this filing was on January 25, 2012 consisting of 200 shares at \$0.05 per share. As of the date hereof, there is no Bid or Ask quoted for the Company's common stock.

At March 14, 2012, there were approximately 114 holders of record, exclusive of shares held in street name, of the Company's Common Stock.

Dividends

Since its inception, no dividends have been paid on the Company's common stock. Future dividends, if any, will be contingent upon the Company's revenues and earnings, if any, and capital requirements and financial conditions. The payment of dividends, if any, will be within the discretion of the Company's Board of Directors. The Company presently intends to retain all earnings, if any, and accordingly the Board of Directors does not anticipate declaring any dividends prior to a business combination.

HPC ACQUISITIONS, INC.
STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY
Years ended December 31, 2011 and 2010

| | Common Stock | | Additional paid-in capital | Accumulated deficit | Total |
|--------------------------------------|------------------|-----------------|----------------------------------|------------------------|--------------------|
| | Shares | Amount | | | |
| Balances at January 1, 2009 | 6,984,000 | \$ 6,984 | \$ 402,435 | \$ (434,120) | \$ (24,701) |
| Net loss for the year | — | — | — | (12,171) | (12,171) |
| Balances at January 1 2010 | 6,984,000 | 6,984 | 402,435 | (446,291) | (36,872) |
| Net loss for the year | — | — | — | (9,301) | (9,301) |
| Balances at December 31, 2010 | 6,984,000 | 6,984 | 402,435 | (455,592) | (46,173) |
| Net loss for the year | — | — | — | (6,039) | (6,039) |
| Balances at December 31, 2011 | <u>6,984,000</u> | <u>\$ 6,984</u> | <u>\$ 402,435</u> | <u>\$ (461,631)</u> | <u>\$ (52,212)</u> |

The accompanying notes are an integral part of these financial statements.

HPC ACQUISITIONS, INC.
NOTES TO FINANCIAL STATEMENTS - CONTINUED
December 31, 2011 and 2010

NOTE G - INCOME TAXES - Continued

Temporary differences, consisting primarily of the prospective usage of net operating loss carryforwards give rise to deferred tax assets and liabilities as of December 31, 2011 and 2010, respectively:

| | December 31, 2011 | December 31, 2010 |
|----------------------------------|----------------------|----------------------|
| Deferred tax assets | | |
| Net operating loss carryforwards | \$ 18,400 | \$ 16,400 |
| Less valuation allowance | (18,400) | (16,400) |
| Net Deferred Tax Asset | \$ — | \$ — |

During each of the years ended December 31, 2011 and 2010, respectively, the valuation allowance against the deferred tax asset increased by approximately \$2,000 and \$3,200.

NOTE H - COMMON STOCK TRANSACTIONS

On August 11, 2008, the Company's Board of Directors adopted resolutions approving a pro rata distribution of common stock to the stockholders of record of the Company as of the close of business on August 15, 2008. On August 19, 2008, the Company distributed, without consideration, two shares of common stock for each issued and outstanding share of common stock on August 15, 2008. As a result of this action, the Company issued a total of 4,656,000 new shares, increasing the total number of issued and outstanding shares of common stock to 6,984,000 shares. The effect of this action is presented in the accompanying financial statements as of the first day of the first period presented.

NOTE I - CONTINGENCY

On November 18, 2010, the Company reached an understanding for pursuing negotiations on a business combination transaction with Quest Water Solutions, Inc. (Quest) (a Canadian corporation) to consummate a business acquisition transaction. Consummation of the contemplated transaction with Quest was subject to the satisfactory completion of all appropriate due diligence on the part of both parties and negotiation of the final terms of a definitive agreement. Quest paid the Company non-refundable fees to reserve the exclusive rights to negotiate with the Company and allow both parties to complete the necessary due diligence totaling approximately \$19,500 and \$5,000 during each of the years ended December 31, 2011 and 2010, respectively.

On February 7, 2011, the Company's sole officer and director, Craig Laughlin, entered into an option agreement with an unrelated third-party purchaser, pursuant to which the purchaser acquired, for \$100,000, a right to purchase 3,000,000 shares of the Company's common stock owned by Mr. Laughlin for \$50,000. The purchaser also acquired the right to purchase the note payable by the Company to Mr. Laughlin (\$47,853 at December 31, 2010), which was required to be exercised concurrently with the right to purchase the common shares from Mr. Laughlin. The ability of the purchaser to exercise these rights was subject to a material condition, which was the consummation of a business reorganization between the Company and Quest prior to July 15, 2011. The Agreement provided that if the business reorganization was not completed, the rights would expire, and Mr. Laughlin would be entitled to retain the \$100,000 paid to acquire the rights.

During the quarter ended September 30, 2011, the Company's agreement with Quest and the option agreement between Mr. Laughlin and the unrelated third-party both expired. The proposed transaction is no longer under consideration, and the Company has no further obligations related to either agreement.

HPC ACQUISITIONS, INC.
NOTES TO FINANCIAL STATEMENTS - CONTINUED
December 31, 2011 and 2010

NOTE J - SUBSEQUENT EVENTS

Management has evaluated all activity of the Company through March 14, 2012 (the issue date of the financial statements) and concluded that no other subsequent events have occurred that would require recognition in the consolidated financial statements or disclosure in the notes to financial statements.

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FORM 10-K

JD International Ltd - N/A

Filed: November 07, 2011 (period: September 30, 2011)

Annual report with a comprehensive overview of the company

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

Item 1B - Unresolved Staff Comments

None

Item 2 - Properties

The Company currently maintains a mailing address at [REDACTED]. The Company's telephone number there is [REDACTED]. Other than this mailing address, the Company does not currently maintain any physical or other office facilities, and does not anticipate the need for maintaining office facilities at any time in the foreseeable future. The Company pays no rent or other fees for the use of the mailing address as this address is used virtually full-time by activities of Company's President.

It is likely that the Company will not establish a physical office until it has completed a business acquisition transaction, but it is not possible to predict what arrangements will actually be made with respect to future office facilities.

Item 3 - Legal Proceedings

The Company is not a party to any pending legal proceedings, and no such proceedings are known to be contemplated.

Item 4 - [Removed and Reserved]

PART II

Item 5 - Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Market for Trading

The Company's securities are eligible for trading on the OTC Bulletin Board under SEC Rule 15c2-11, Subsection (a)(5). The Company's trading symbol is "TRWS". As of the date of this report, the Company's securities have experienced irregular and infrequent trading volumes and pricing.

The table below sets forth the high and low bid prices for the Company's common stock as obtained from <http://finance.yahoo.com/q/hp?s=TRWS.OB+Historical+Prices> website. Bids represent inter-dealer prices, without retail mark-up, markdown or commissions, and may not represent actual transactions. We specifically note that the last three documented trades of the Company's securities, dated June 2, 2011, June 8, 2011 and September 9, 2011 were for 100, 200 and 600 shares each, respectively, as reported on <http://finance.yahoo.com/q/hp?s=TRWS.OB+Historical+Prices>, with the last reported trade being dated September 1, 2010 at \$0.20 per share.

The following table sets forth the high and low closing bid prices for the periods indicated:

| | High | Low |
|------------------------------------------------------|----------|---------|
| Year ended September 30, 2010 | | |
| 1 st Quarter (October 2009-December 2009) | \$ 0.20 | \$ 0.20 |
| 2 nd Quarter (January 2010-March 2010) | \$ 0.20 | \$ 0.20 |
| 3 rd Quarter (April 2010-June 2010) | \$ 0.20 | \$ 0.20 |
| 4 th Quarter (July 2010-September 2010) | \$ 0.20 | \$ 0.20 |
| Year ended September 30, 2011 | | |
| 1 st Quarter (October 2010-December 2010) | \$ 0.20 | \$ 0.10 |
| 2 nd Quarter (January 2011-March 2011) | \$ 3.00 | \$ 0.10 |
| 3 rd Quarter (April 2011-June 2011) | \$ 11.00 | \$ 3.00 |
| 4 th Quarter (July 2011-September 2011) | \$ 11.00 | \$ 2.50 |

These quotations were sourced from <http://finance.yahoo.com/q/hp?s=TRWS.OB+Historical+Prices>. Accordingly, these quotations may or may not necessarily represent actual transactions.

As of October 24, 2011, there were approximately 296 shareholders of record of the Company's common stock

Common Stock

The Company's Articles of Incorporation authorize the issuance of 100,000,000 shares of \$0.001 par value Common Stock. Each record holder of Common Stock is entitled to one vote for each share held on all matters properly submitted to the stockholders for their vote. The Company's Articles of Incorporation do not permit for cumulative voting for the election of directors.

Holders of outstanding shares of Common Stock are entitled to such dividends as may be declared from time to time by the Board of Directors out of legally available funds; and, in the event of liquidation, dissolution or winding up of the affairs of the Company, holders are entitled to receive, ratably, the net assets of the Company available to stockholders after distribution is made to the preferred stockholders, if any, who are given preferred rights upon liquidation. Holders of outstanding shares of Common Stock have no preemptive, conversion or redemptive rights. All of the issued and outstanding shares of Common Stock are, and all unissued shares when offered and sold will be, duly authorized, validly issued, fully paid, and non-assessable. To the extent that additional shares of the Company's Common Stock are issued, the relative interests of then existing stockholders may be diluted.

Preferred Stock

The Company's Articles of Incorporation allow for the issuance of up to 50,000,000 shares of \$0.001 par value Preferred Stock.

As of the date of this filing, there are no shares of Preferred Stock issued and outstanding.

Stock Option Plan

The Company currently has no stock option plan.

Dividend policy

No dividends have been paid to date and the Company's Board of Directors does not anticipate paying dividends in the foreseeable future. It is the current policy to retain all earnings, if any, to support future growth and expansion.

Recent Issuances of Unregistered Securities

None

Recent Acquisition of Securities

None

Restricted Securities

We currently have approximately 384,875 shares of issued and outstanding common stock that qualify as "restricted securities" as defined by Rule 144 of the Securities Exchange Act of 1933, as amended.

Transfer Agent

Our independent stock transfer agent is Securities Transfer Corporation. Their address is 2591 Dallas Parkway, Suite 102, Frisco, Texas 75034. Their contact numbers are (469) 633-0101 for voice calls and (469) 633-0088 for fax transmissions. Their website is located at www.stctransfer.com.

Reports to Stockholders

The Company intends to remain compliant with its obligations under the Securities Exchange Act of 1934, as amended, and, therefore, plans to furnish its stockholders with an annual report for each fiscal year ending September 30 containing financial statements audited by its registered independent public accounting firm. In the event the Company enters into a business combination with another Company, it is the present intention of management to continue furnishing annual reports to stockholders. Additionally, the Company may, in its sole discretion, issue unaudited quarterly or other interim reports to its stockholders when it deems appropriate. The Company intends to maintain compliance with the periodic reporting requirements of the Securities Exchange Act of 1934.

TRUEWEST CORPORATION
(a development stage company)
Statement of Changes in Stockholders' Equity
For the years ended September 30, 2011 and 2010

| | Common Stock | | Additional paid-in capital | Common stock warrants | Deficit accumulated during the development stage | Total |
|---------------------------------------|----------------|---------------|----------------------------------|-----------------------------|--------------------------------------------------------------|--------------------|
| | Shares | Amount | | | | |
| Balances at October 1, 2009 | 450,800 | \$ 451 | \$ 48,116,101 | \$ 1,012 | \$ (48,157,129) | \$ (39,595) |
| Net loss for the year | — | — | — | — | (13,557) | (13,557) |
| Balances at September 30, 2010 | 450,800 | 451 | 48,116,101 | 1,012 | (48,185,827) | (68,263) |
| Net loss for the year | — | — | — | — | (15,947) | (15,947) |
| Balances at September 30, 2011 | <u>450,800</u> | <u>\$ 451</u> | <u>\$ 48,116,101</u> | <u>\$ 1,012</u> | <u>\$ (48,201,774)</u> | <u>\$ (84,210)</u> |

The accompanying notes are an integral part of these financial statements.

TRUEWEST CORPORATION
(a development stage company)
Notes to Financial Statements - Continued
September 30, 2011 and 2010

Note I - Stock Warrants

On September 18, 2006, the Company entered into a unit purchase agreement (Unit Purchase Agreement) to sell 1,000 Units to Glenn A. Little (Little) for \$125,000 cash. Each Unit consisted of 11,100 shares of common stock and 500 common stock purchase warrants or an aggregate of 11,100,000 shares of common stock and 500,000 common stock purchase warrants. There were no commissions or underwriting discounts paid in conjunction with this transaction and the Company believes that the shares and warrants were exempt from registration under Section 4(2) of the Securities Act of 1933 as amended.

On May 1, 2008, a total of 398,800 warrants, including 367,075 warrants held by Glenn A. Little, were exercised at a price of \$0.10 per share which resulted in the issuance of 398,800 shares of restricted, unregistered common stock for a gross proceeds of \$39,880. There were no commissions or underwriting discounts paid in conjunction with this transaction and the Company believes that the shares issued upon the exercise of the corresponding warrants were exempt from registration under Section 4(2) of the Securities Act of 1933, as amended.

The common stock purchase warrants can be exercised at any time from their issuance on September 18, 2006 through September 18, 2011 at an exercise price of \$0.10 per share. The Company assigned a value of \$5,000 to these warrants.

| | Number of Warrant shares | Weighted Average Price |
|-------------------------------|-----------------------------|---------------------------|
| Balance at October 1, 2009 | 101,200 | \$ 0.10 |
| Issued | — | — |
| Exercised | — | — |
| Expired | — | — |
| Balance at September 30, 2010 | 101,200 | \$ 0.10 |
| Issued | — | — |
| Exercised | — | — |
| Expired | — | — |
| Balance at September 30, 2011 | <u>101,200</u> | <u>\$ 0.10</u> |

Note J - Subsequent Events

Management has evaluated all activity of the Company through October 26, 2011 (the issue date of the financial statements) and concluded that no subsequent events have occurred that would require recognition in the financial statements or disclosure in the notes to financial statements.

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(Signatures follow on next page)

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FORM 10-K

Endocan Corporation. - ENDO

Filed: May 07, 2012 (period: December 31, 2011)

Annual report with a comprehensive overview of the company

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

ITEM 5 - MARKET FOR THE REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS
AND ISSUER PURCHASES OF EQUITY SECURITIES

Our common stock is currently quoted on the NASDAQ OTC Bulletin Board, under the trading symbol "XCHC." As of January 12, 2011, there were approximately 142 registered holders of record of the common stock. The following table sets forth the range of the high and low bid prices per share of our common stock as reported on www.bigcharts.com during the last two calendar years for the period indicated.

| | High ---- | Low --- |
|-------------------------------|--------------|------------|
| Year ended December 31, 2010 | | |
| Quarter ended March 31 | \$ 0.184 | \$ 0.78 |
| Quarter ended June 30 | \$ 0.32 | \$ 1.58 |
| Quarter ended September 30 | \$ 0.05 | \$ 1.00 |
| Quarter ended December 31 | \$ 0.441 | \$ 1.00 |
| Year ended December 31, 2011 | | |
| Quarter ended March 31 | \$ 0.74 | \$ 0.27 |
| Quarter ended June 30 | \$ 0.40 | \$ 0.15 |
| Quarter ended September 30 | \$ 0.20 | \$ 0.05 |
| Quarter ended December 31 | \$ 0.30 | \$ 0.04 |
| Year ending December 31, 2012 | | |
| Quarter ended March 31 | \$ 0.30 | \$ 0.04 |

Dividends

We have never paid any cash dividends on our common stock. We intend to retain and use any future earnings for the development and expansion of business and do not anticipate paying any cash dividends in the foreseeable future.

Recent Sales of Unregistered Securities

We believe that all of the following offerings and sales were exempt from the registration requirements of the Securities Act of 1933 under Section 4(2) thereunder.

On March 26, 2010, LJII issued a Debenture Conversion Notice to the Company for the conversion of \$32,000 of the outstanding debenture balance into 3,902,439 shares (approximately 195,122 post-reverse split shares) of the Company's common stock. This conversion was completed on April 12, 2010 with the delivery of the shares to LJII. As the conversion price was below the "fair value" of the securities issued, the Company experienced a non-cash charge to operations of approximately \$57,760 which was classified as "interest expense" in the accompanying financial statements.

In September 2010 and December 2010, the Company issued an aggregate 9,797,416 restricted, unregistered post-reverse split shares to Melissa CR 364 LTD. to retire a combination of approximately \$50,000 on the aforementioned line of credit and approximately \$146,000 in accumulated accrued interest on both the AirGATE and line of credit notes. As the valuation of the conversion as stated in the separate note agreements was below the "fair value" of the securities issued, the Company experienced a non-cash charge to operations of approximately \$4,950,000 which was classified as "interest expense" in the accompanying financial statements.

On October 7, 2010, the Company issued 1,000,000 shares of restricted, unregistered post-reverse split shares, valued at approximately \$530,000 which was equal to the closing quotation of the Company's securities on the transaction date, to 21-Century Silicon, Inc. (a Texas corporation) to license the use of 21-Century's technology and to secure an exclusive right to negotiate to acquire certain intellectual property from 21-Century. On January 28, 2011, concurrent with the abandonment of the 21-Century transaction, the Company rescinded the October 2010 transaction where 1,000,000 shares of restricted, unregistered common stock was issued to license the use of 21-Century's

technology and to secure an exclusive right to negotiate to acquire certain intellectual property from 21-Century. Further, concurrent with this action, the Company executed its lien on the assets pledged by 21-Century in satisfaction of a note receivable and accrued interest totaling approximately \$41,200. Upon foreclosure on said assets, the Company's management elected to take a 100%

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impairment against the foreclosed value resulting in a charge to operations in the first quarter of 2011 of approximately \$41,200. Any gain, if any, upon the ultimate disposition of said assets will be recognized at the point of future sale.

On January 3, 2011, LJII issued a Debenture Conversion Notice to the Company for the conversion of \$1,000 of the outstanding debenture balance into 21,375 shares of the Company's common stock. Additionally, LJII exercised 10,000 outstanding warrants to obtain 10,000 shares of the Company's common stock for \$10,000 cash. This conversion was completed on January 5, 2011 with the delivery of the shares to LJII. As the aggregate conversion and exercise price was below the "fair value" of the securities issued, the Company experienced a non-cash charge to operations of approximately \$10,962 which was classified as "interest expense" in the accompanying financial statements.

In May 2011, the Company issued an aggregate 575,000 restricted, unregistered post-reverse split shares to Melissa CR 364 LTD. to retire a combination of approximately \$75,000 on the aforementioned notes and approximately \$40,000 in accumulated accrued interest. As the valuation of the conversion as stated in the separate note agreements was below the "fair value" of the securities issued, the Company experienced a non-cash charge to operations of approximately \$115,000 which was classified as "interest expense" in the accompanying financial statements.

In July 2011, in connection with the execution of a Letter of Intent ("LOI") with George J. Akmon and Jerry Monday & Associates, LLC (collectively referred to as "Operators") to operate "The Texas Star Casino" outside the nine mile territorial waters of Texas, in international waters, as a casino ship, the Company issued 100,000 shares of restricted, unregistered common stock as an inducement to execute the LOI. This transaction was valued at approximately \$25,000 which approximated "fair value" of the Company's securities on the date of issuance.

In August 2011, the Company issued an aggregate 12,252,136 shares of restricted, unregistered common stock to Old West, Molina and the Bogat Trust, as previously discussed. Concurrent with the rescission of this transaction, the Company recovered 11,000,000 shares of the 12,252,136 shares originally issued. Approximately 1,252,136 shares remained in the possession of Old West, Molina and/or the Bogat Trust. These net 1,252,136 shares remaining outstanding were initially valued at an agreed-upon value of approximately \$25,042. As the agreed-upon transaction valuation was below the "fair value" of the shares issued, the Company experienced an additional non-cash charge to operations of approximately \$475,812. The aggregate approximately \$500,854 was charged to operations as "Loss on rescinded acquisition of Old West Entertainment Corp." in the accompanying financial statements to reflect the net economic event related to these transactions.

In October and November 2011, the Company issued an aggregate 6,800,000 shares of free-trading common stock in settlement of approximately \$13,600 of debt on the books of Old West Entertainment Corp. while Old West was an operating component of the Company and prior to the March 2012 rescission of the entire transaction. As the debt reduction was less than the "fair value" of the shares issued, the Company recognized an additional non-cash charge to operations of approximately \$1,091,000 was recognized as "Loss on rescinded acquisition of Old West Entertainment Corp." during the 4th quarter.

Common Stock Warrants

In conjunction with, and as a component of, certain debt issuances, the Company has issued an aggregate 607,016 warrants issued and outstanding as of December

31, 2011 with exercise prices between \$0.70 and \$20.00 per share.

| | Number of Warrant Shares | Weighted Average Price |
|----------------------------------------------|--------------------------------|------------------------------|
| | ----- | ----- |
| Balance at January 1, 2010 | 15,819,352 | \$0.63 |
| | ===== | ===== |
| Exercised | (320,000) | |
| Cancelled pursuant to 2009 debt cancellation | (2,591,500) | |
| Effect of reverse split | (11,533,096) | |
| Cancellation of 2007 A & B warrants | (372,500) | |
| Issue of replacement 2007 A & B warrants | 372,510 | |
| | ----- | |
| Balance at December 31, 2010 | 607,016 | \$5.72 |
| | ===== | ===== |
| Issued | -- | |
| Exercised | (10,000) | |
| Surrendered at debt cancellation | -- | |
| Expired | -- | |
| | ----- | |
| Balance at December 31, 2011 | 597,016 | \$5.72 |
| | ===== | ===== |

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As of December 31, 2011, the warrants break down as follows:

| # warrants | exercise price |
|------------|----------------|
| ----- | ----- |
| 372,510 | \$ 0.70 |
| 58,825 | \$ 1.40 |
| 13,300 | \$ 4.00 |
| 10,000 | \$ 8.00 |
| 6,768 | \$ 12.00 |
| 13,613 | \$ 20.00 |
| 597,016 | \$ 5.72 |
| | |
| # warrants | expiring in |
| ----- | ----- |
| 135,613 | 2010 (*) |
| 424,278 | 2012 |
| 37,125 | 2018 |
| | |
| 597,016 | |
| ===== | |

 (*) The warrants which expired in 2010 are an integral component of the LJII financing as previously discussed. See Item 3 - Legal Proceedings.

Repurchases of Equity Securities

We did not purchase any of our equity securities during 2011 and 2010.

Equity Compensation

During 2011 and 2010, respectively, we did not issue any shares of our common stock to consultants. We may from time to time issue additional shares to our consultants, employees or directors at the discretion of our board of directors.

During 2007, the Board of Directors approved and adopted the 2007 Stock Incentive Plan allowing for stock options to be issued to employees, directors and consultants of up to 6,000,000 shares in the aggregate. The Plan was not presented to nor approved by a vote of the Company's stockholders and provides

for the issuance of incentive stock options and non-statutory options for common stock to the Company's employees, directors and consultants. The exercise price of each option may not be less than the trading price of the Company's stock on the date of the option grant. The options generally vest over a four year period and have a maximum term of ten years. Upon the 2008 foreclosure on our operating subsidiary, AirGATE, all outstanding stock options were cancelled. No options were exercised from their initial issuance through the December 31, 2008 effective disposition of this subsidiary. Additionally, no options have been granted subsequent to December 31, 2008.

Common Stock

Our authorized capital stock consists of 37,500,000 shares of \$0.001 par value common stock and 3,750,000 shares of \$0.001 par value preferred stock. Each share of common stock entitles a stockholder to one vote on all matters upon which stockholders are permitted to vote. No stockholder has any preemptive right or other similar right to purchase or subscribe for any additional securities issued by us, and no stockholder has any right to convert the common stock into other securities. No shares of common stock are subject to redemption or any sinking fund provisions. All the outstanding shares of our common stock are fully paid and non-assessable. Subject to the rights of the holders of the preferred stock, if any, our stockholders of common stock are entitled to dividends when, as and if declared by our board from funds legally available therefore and, upon liquidation, to a pro-rata share in any distribution to stockholders. We do not anticipate declaring or paying any cash dividends on our common stock in the foreseeable future.

Pursuant to our Articles of Incorporation, our board has the authority, without further stockholder approval, to provide for the issuance of up to 3,750,000 shares of our preferred stock in one or more series and to determine the dividend rights, conversion rights, voting rights, rights in terms of redemption, liquidation preferences, the number of shares constituting any such series and the designation of such series. Our board has the power to afford preferences, powers and rights (including voting rights) to the holders of any preferred stock preferences, such rights and preferences being senior to the rights of holders of common stock. No shares of our preferred stock are currently outstanding. Although we have no present intention to issue any shares of preferred stock, the issuance of shares of preferred stock, or the issuance of rights to purchase such shares, may have the effect of delaying, deferring or preventing a change in control of our company.

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Provisions Having A Possible Anti-Takeover Effect

Our Articles of Incorporation and Bylaws contain certain provisions that are intended to enhance the likelihood of continuity and stability in the composition of our board and in the policies formulated by our board and to discourage certain types of transactions which may involve an actual or threatened change of our control. Our board is authorized to adopt, alter, amend and repeal our Bylaws or to adopt new Bylaws. In addition, our board has the authority, without further action by our stockholders, to issue up to 3,750,000 shares of our preferred stock in one or more series and to fix the rights, preferences, privileges and restrictions thereof. The issuance of our preferred stock or additional shares of common stock could adversely affect the voting power of the holders of common stock and could have the effect of delaying, deferring or preventing a change in our control.

Preferred Stock

The Company is authorized to issue up to a total of 3,750,000 shares of \$0.001 par value Preferred Stock. The Company's Board of Directors has designated 250,000 shares as "Series A Convertible Preferred Stock".

The Company is under no obligation to pay dividends or to redeem the Series A Convertible Preferred Stock. This series of stock is convertible into 10 shares of Common Stock at the option of the shareholder or upon automatic conversion. In the event of any liquidation, dissolution or winding-up of the Company, the

holders of outstanding shares of Series A Preferred shall be entitled to be paid out of the assets of the Corporation available for distribution to shareholders, before any payment shall be made to or set aside for holders of the Common Stock, at an amount of \$1 per share.

As of December 31, 2011 and 2010, respectively, there were no shares of preferred stock issued and outstanding.

Restricted Securities

As of December 31, 2011, per our stock transfer agent, we had approximately 17,545,728 shares of common stock which may be considered to meet the definition and requirements of "restricted securities" as defined in Rule 144. Generally, restricted securities can be resold under Rule 144 once they have been held for the required statutory period, provided that the securities satisfies the current public information requirements of the Rule.

Transfer Agent

Our independent stock transfer agent is Signature Stock Transfer, Inc. Their address is 2220 Coit Road, Suite 480, PMB 317, Plano, Texas 75075. Their contact numbers are (972) 612-4120 for voice calls and (972) 612-4122 for fax transmissions.

Reports to Stockholders

The Company intends to remain compliant with its obligations under the Exchange Act and, therefore, plans to furnish its stockholders with an annual report for each fiscal year ending December 31 containing financial statements audited by its registered independent public accounting firm. In the event the Company enters into a business combination with another company, it is the present intention of management to continue furnishing annual reports to stockholders. Additionally, the Company may, in its sole discretion, issue unaudited quarterly or other interim reports to its stockholders when it deems appropriate. The Company intends to maintain compliance with the periodic reporting requirements of the Exchange Act.

ITEM 6 - SELECTED FINANCIAL DATA

Not applicable

ITEM 7 - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

(1) CAUTION REGARDING FORWARD-LOOKING INFORMATION

Certain statements contained in this annual filing, including, without limitation, statements containing the words "believes", "anticipates", "expects" and words of similar import, constitute forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements.

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Such factors include, among others, the following: international, national and local general economic and market conditions; demographic changes; the ability of the Company to sustain, manage or forecast its growth; the ability of the Company to successfully make and integrate acquisitions; existing government regulations and changes in, or the failure to comply with, government regulations; adverse publicity; competition; fluctuations and difficulty in forecasting operating results; changes in business strategy or development plans; business disruptions; the ability to attract and retain qualified personnel; and other factors referenced in this and previous filings.

Given these uncertainties, readers of this Form 10-K and investors are cautioned

| | | |
|---------------------------------------------------------------------------------------------------------------------------|--------------|--------------|
| Accounts payable - trade | 13,704 | 4,570 |
| Accrued interest payable | 106,632 | 50,072 |
| TOTAL CURRENT LIABILITIES | 1,235,159 | 1,178,357 |
| TOTAL LIABILITIES | 1,235,159 | 1,178,357 |
| COMMITMENTS AND CONTINGENCIES | | |
| STOCKHOLDERS' DEFICIT | | |
| Preferred stock - \$0.001 par value. 3,750,000 shares authorized none issued and outstanding | -- | -- |
| Common stock - \$0.001 par value. 37,500,000 shares authorized 24,068,427 and 16,309,916 shares issued and outstanding | 24,068 | 16,310 |
| Additional paid-in capital | 24,924,147 | 23,579,289 |
| Accumulated deficit | (26,183,374) | (24,202,696) |
| TOTAL STOCKHOLDERS' DEFICIT | (1,235,159) | (607,097) |
| TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT | \$ 571,260 | \$ 571,260 |

The accompanying notes are an integral part of these financial statements.

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THE X-CHANGE CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS
Years ended December 31, 2011 and 2010

| | Year ended December 31, 2011 | Year ended December 31, 2010 |
|----------------------------------------------------------------------------------------------------------------------|------------------------------------|------------------------------------|
| REVENUES - net of returns and allowances | \$ -- | \$ -- |
| COST OF SALES | -- | -- |
| GROSS PROFIT | -- | -- |
| OPERATING EXPENSES | | |
| General and administrative expenses | 111,242 | 127,417 |
| TOTAL OPERATING EXPENSES | 111,242 | 127,417 |
| LOSS FROM OPERATIONS | (111,242) | (127,417) |
| OTHER INCOME (EXPENSE) | | |
| Interest income | -- | 546 |
| Interest expense | (222,522) | (5,100,478) |
| Amortization of financing fees and note discounts | -- | (76,694) |
| Loss on rescinded acquisition of Old West Entertainment Corp. | (1,605,654) | -- |
| Impairment of non-operating assets acquired in note foreclosure | (41,260) | -- |
| TOTAL OTHER INCOME (EXPENSE) | (1,869,436) | (5,176,626) |
| LOSS FROM OPERATIONS BEFORE PROVISION FOR INCOME TAXES | (1,980,678) | (5,304,043) |
| PROVISION FOR INCOME TAXES | -- | -- |
| LOSS FROM OPERATIONS | (1,980,678) | (5,304,043) |
| OTHER COMPREHENSIVE INCOME | -- | -- |
| COMPREHENSIVE LOSS | \$ (1,980,678) | \$ (5,304,043) |
| Net loss per weighted-average share of common stock outstanding, calculated on Net Loss - basic and fully diluted | \$ (0.11) | \$ (0.83) |
| Weighted-average number of shares of common stock outstanding | 17,541,720 | 6,403,235 |

The accompanying notes are an integral part of these financial statements.

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THE X-CHANGE CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT
Years ended December 31, 2011 and 2010

| | Common Stock | | Additional Paid-in Capital | Accumulated Deficit | Total |
|-------------------------------------------------------------------------------------------------------------------------------------|--------------|-----------|----------------------------------|------------------------|----------------|
| | Shares | Amount | | | |
| BALANCES AT JANUARY 1, 2010 | 5,317,378 | \$ 5,317 | \$17,830,580 | \$ (18,898,653) | \$ (1,062,756) |
| Common stock issued for Debt conversion | 195,122 | 195 | 31,805 | -- | 32,000 |
| Effect of issuance at less than "fair value" | -- | -- | 57,756 | -- | 57,756 |
| Payment of note principal and accrued interest | 9,797,416 | 9,798 | 186,150 | -- | 195,948 |
| Effect of issuance at less than "fair value" | -- | -- | 4,943,998 | -- | 4,943,998 |
| Acquisition of License Agreement | 1,000,000 | 1,000 | 529,000 | -- | 530,000 |
| Replacement and repricing of 2007 A & B stock warrants issued in conjunction with a private placement sale of common stock | -- | -- | 298,000 | -- | 298,000 |
| Less cost of raising capital | -- | -- | (298,000) | -- | (298,000) |
| Net loss for the year | -- | -- | -- | (5,304,043) | (5,304,043) |
| BALANCES AT DECEMBER 31, 2011 | 16,609,916 | 16,310 | 23,579,289 | (24,202,696) | (607,097) |
| Rescission of License Agreement | (1,000,000) | (1,000) | (529,000) | -- | (530,000) |
| Common stock issued for Debt conversion and exercise of warrant | 31,375 | 31 | 10,969 | -- | 11,000 |
| Effect of issuance at less than "fair value" | -- | -- | 10,963 | -- | 10,963 |
| Debt conversion | 575,000 | 57 | 114,943 | -- | 115,000 |
| Effect of issuance at less than "fair value" | -- | -- | 115,000 | -- | 115,000 |
| Consulting fees | 100,000 | 100 | 24,900 | -- | 25,000 |
| Acquisition of Old West Entertainment Corp. | 12,252,136 | 12,252 | 42,791 | -- | 55,053 |
| Recovery of shares upon rescission of transaction | (11,000,000) | (11,000) | (19,000) | -- | (30,000) |
| Effect of issuance at less than "fair value" | -- | -- | 475,812 | -- | 475,812 |
| Settlement of Old West Entertainment Corp. debt | 6,800,000 | 6,800 | 6,800 | -- | 13,600 |
| Effect of issuance at less than "fair value" | -- | -- | 1,091,000 | -- | 1,091,000 |
| Net loss for the year | -- | -- | -- | (1,980,678) | (1,980,678) |
| BALANCES AT DECEMBER 31, 2010 | 16,309,916 | \$ 16,310 | \$23,579,289 | \$ (26,183,374) | \$ (1,235,139) |

The accompanying notes are an integral part of these financial statements.

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THE X-CHANGE CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
Years ended December 31, 2011 and 2010

| | Year ended December 31, 2011 | Year ended December 31, 2010 |
|-----------------------------------------------------------------------------------|------------------------------------|------------------------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Net loss for the year | \$ (1,980,678) | \$ (5,304,043) |
| Adjustments to reconcile net loss to net cash provided by operating activities | | |
| Depreciation and amortization | -- | 76,694 |
| Effect of issuance of common stock at less than "fair value" | 1,692,775 | 5,001,754 |
| Loss on rescinded acquisition of Old West Entertainment Corp. | 38,841 | -- |
| Impairment of non-operating assets acquired in note foreclosure | 41,260 | -- |
| Expenses paid with common stock | 25,000 | -- |
| Interest expense capitalized as principal | -- | -- |
| Interest expense paid with common stock | -- | 568 |
| (Increase) Decrease in | | |
| Interest receivable | -- | (546) |
| Increase (Decrease) in | | |
| Accounts payable - trade | 9,134 | 3,325 |
| Accrued interest payable | 96,560 | 98,724 |
| NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES | (77,108) | (124,092) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Cash advanced on note receivable | -- | (40,714) |
| NET CASH USED IN INVESTING ACTIVITIES | -- | (40,714) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |

Source: Endgame Corporation, 10-K, May 07, 2012

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THE X-CHANGE CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED
December 31, 2011 and 2010

NOTE H - INCOME TAXES - CONTINUED

Temporary differences due to statutory requirements in the recognition of assets and liabilities for tax and financial reporting purposes, generally including such items as organizational costs, accumulated depreciation and amortization, allowance for doubtful accounts, organizational and start-up costs and vacation accruals. These differences give rise to the financial statement carrying amounts and tax bases of assets and liabilities causing either deferred tax assets or liabilities, as necessary, as of December 31, 2011 and 2010, respectively:

| | December 31, 2011 | December 31, 2010 |
|----------------------------------|----------------------|----------------------|
| | ----- | ----- |
| Deferred tax assets | | |
| Net operating loss carryforwards | \$ 1,354,000 | \$ 1,360,000 |
| Stock based compensation | -- | -- |
| Debt discount amortization | 657,000 | 657,000 |
| Other | -- | -- |
| | ----- | ----- |
| | 2,011,000 | 2,017,000 |
| Less valuation allowance | (2,011,000) | (2,017,000) |
| | ----- | ----- |
| Net Deferred Tax Asset | \$ -- | \$ -- |
| | ===== | ===== |

During the years ended December 31, 2011 and 2010, respectively, the valuation allowance for the deferred tax asset increased (decreased) by approximately 4(6,000) and \$111,000, respectively.

NOTE I - PREFERRED STOCK

The Company is authorized to issue up to a total of 75,000,000 shares of \$0.001 par value Preferred Stock. The Company's Board of Directors has designated 250,000 shares as "Series A Convertible Preferred Stock".

The Company is under no obligation to pay dividends or to redeem the Series A Convertible Preferred Stock. This series of stock is convertible into 10 shares of Common Stock at the option of the shareholder or upon automatic conversion. In the event of any liquidation, dissolution or winding-up of the Company, the holders of outstanding shares of Series A Preferred shall be entitled to be paid out of the assets of the Corporation available for distribution to shareholders, before any payment shall be made to or set aside for holders of the Common Stock, at an amount of \$1 per share.

As of December 31, 2011 and 2010, respectively, there were no shares of preferred stock issued and outstanding.

NOTE J - COMMON STOCK TRANSACTIONS

Amendment to the Articles of Incorporation

On January 31, 2011, the Board of Directors of the Company and its majority shareholder approved an amendment to its Articles of Incorporation increasing the authorized capital of the Company from 37,500,000 shares of common stock, par value \$0.001 and 3,750,000 shares of preferred stock, par value \$0.001, to 75,000,000 shares of common stock and 75,000,000 share of preferred stock. The Amended Articles were filed with the Nevada Secretary of State on March 22, 2011, the effective date of the amendment.

Reverse Stock split

Source: Endgame Corporation, 10-K, May 07, 2012

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Effective August 9, 2010, Company's Board of Directors declared a 1-for-20 reverse split of the issued and outstanding shares of common stock. The reverse stock split was implemented by adjusting the stockholders' book entry accounts to reflect the number of shares held by each stockholder following the split. No fractional shares were issued in connection with the reverse stock split and any fractional shares resulting from the reverse split were rounded up to the nearest whole share. The reverse stock split reduced the number of the Company's issued and outstanding shares of common stock on this date from 136,089,746 to approximately 5,513,000.

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THE X-CHANGE CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED
December 31, 2011 and 2010

NOTE J - COMMON STOCK TRANSACTIONS - CONTINUED

Reverse Stock split - continued

On January 31, 2011, the Company's Board of Directors and its majority shareholder approved an amendment to its Articles of Incorporation increasing the authorized capital of the Company from 37,500,000 shares of \$0.001 par value common stock and 3,750,000 shares of \$0.001 par value preferred stock to 750,000,000 shares of \$0.001 par value common stock and 75,000,000 shares of \$0.001 par value preferred stock. The Amended Articles were filed with the Nevada Secretary of State on March 22, 2011, the effective date of the amendment.

The effects of these actions are reflected in the accompanying financial statements as of the first day of the first period presented.

Stock issuances

On March 26, 2010, LJII issued a Debenture Conversion Notice to the Company for the conversion of \$32,000 of the outstanding debenture balance into 3,902,439 shares (approximately 195,122 post-reverse split shares) of the Company's common stock. This conversion was completed on April 12, 2010 with the delivery of the shares to LJII. As the conversion price was below the "fair value" of the securities issued, the Company experienced a non-cash charge to operations of approximately \$57,760 which was classified as "interest expense" in the accompanying financial statements.

In December 2010 and December 2010, the Company issued an aggregate 9,797,416 restricted, unregistered post-reverse split shares to Melissa CR 364 LTD. to retire a combination of approximately \$50,000 on the aforementioned line of credit and approximately \$146,000 in accumulated accrued interest on both the AirGATE and line of credit notes. As the valuation of the conversion as stated in the separate note agreements was below the "fair value" of the securities issued, the Company experienced a non-cash charge to operations of approximately \$4,950,000 which was classified as "interest expense" in the accompanying financial statements.

On October 7, 2010, the Company issued 1,000,000 shares of restricted, unregistered post-reverse split shares, valued at approximately \$530,000 which was equal to the closing quotation of the Company's securities on the transaction date, to 21-Century Silicon, Inc. (a Texas corporation) to license the use of 21-Century's technology and to secure an exclusive right to negotiate to acquire certain intellectual property from 21-Century. On January 28, 2011, concurrent with the abandonment of the 21-Century transaction, the Company rescinded the October 2010 transaction where 1,000,000 shares of restricted, unregistered common stock was issued to license the use of 21-Century's technology and to secure an exclusive right to negotiate to acquire certain intellectual property from 21-Century. Further, concurrent with this action, the Company executed its lien on the assets pledged by 21-Century in satisfaction of a note receivable and accrued interest totaling approximately \$41,200. Upon

foreclosure on said assets, the Company's management elected to take a 100% impairment against the foreclosed value resulting in a charge to operations in the first quarter of 2011 of approximately \$41,200. Any gain, if any, upon the ultimate disposition of said assets will be recognized at the point of future sale.

On January 3, 2011, LJII issued a Debenture Conversion Notice to the Company for the conversion of \$1,000 of the outstanding debenture balance into 21,375 shares of the Company's common stock. Additionally, LJII exercised 10,000 outstanding warrants to obtain 10,000 shares of the Company's common stock for \$10,000 cash. This conversion was completed on January 5, 2011 with the delivery of the shares to LJII. As the aggregate conversion and exercise price was below the "fair value" of the securities issued, the Company experienced a non-cash charge to operations of approximately \$10,962 which was classified as "interest expense" in the accompanying financial statements.

In May 2011, the Company issued an aggregate 575,000 restricted, unregistered post-reverse split shares to Melissa CR 364 LTD. to retire a combination of approximately \$75,000 on the aforementioned notes and approximately \$40,000 in accumulated accrued interest. As the valuation of the conversion as stated in the separate note agreements was below the "fair value" of the securities issued, the Company experienced a non-cash charge to operations of approximately \$115,000 which was classified as "interest expense" in the accompanying financial statements.

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THE X-CHANGE CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED
December 31, 2011 and 2010

NOTE J - COMMON STOCK TRANSACTIONS - CONTINUED

Stock issuances - continued

In July 2011, in connection with the execution of a Letter of Intent ("LOI") with George J. Akmon and Jerry Monday & Associates, LLC (collectively referred to as "Operators") to operate "The Texas Star Casino" outside the nine mile territorial waters of Texas, in international waters, as a casino ship, the Company issued 100,000 shares of restricted, unregistered common stock as an inducement to execute the LOI. This transaction was valued at approximately \$25,000 which approximated "fair value" of the Company's securities on the date of issuance.

In August 2011, the Company issued an aggregate 12,252,136 shares of restricted, unregistered common stock to Old West, Molina and the Bogat Trust, as previously discussed. Concurrent with the rescission of this transaction, the Company recovered 11,000,000 shares of the 12,252,136 shares originally issued. Approximately 1,252,136 shares remained in the possession of Old West, Molina and/or the Bogat Trust. These net 1,252,136 shares remaining outstanding were initially valued at an agreed-upon value of approximately \$25,042. As the agreed-upon transaction valuation was below the "fair value" of the shares issued, the Company experienced an additional non-cash charge to operations of approximately \$475,812. The aggregate approximately \$500,854 was charged to operations as "Loss on rescinded acquisition of Old West Entertainment Corp." in the accompanying financial statements to reflect the net economic event related to these transactions.

In October and November 2011, the Company issued an aggregate 6,800,000 shares of free-trading common stock in settlement of approximately \$13,600 of debt on the books of Old West Entertainment Corp. while Old West was an operating component of the Company and prior to the March 2012 rescission of the entire transaction. As the debt reduction was less than the "fair value" of the shares issued, the Company recognized an additional non-cash charge to operations of approximately \$1,091,000 was recognized as "Loss on rescinded acquisition of Old West Entertainment Corp." during the 4th quarter.

NOTE K - COMMON STOCK WARRANTS

In conjunction with, and as a component of, certain debt issuances, the Company has issued an aggregate 607,016 warrants to purchase an equivalent number of shares of common stock at prices between \$0.70 and \$20.00 per share, as adjusted by the Company's reverse stock split.

| | Number of Warrant Shares | Weighted Average Price |
|----------------------------------------------|--------------------------------|------------------------------|
| | ----- | ----- |
| Balance at January 1, 2010 | 15,819,352 | \$0.63 |
| | ===== | ===== |
| Exercised | (320,000) | |
| Cancelled pursuant to 2009 debt cancellation | (2,591,500) | |
| Effect of reverse split | (11,533,096) | |
| Cancellation of 2007 A & B warrants | (372,500) | |
| Issue of replacement 2007 A & B warrants | 372,510 | |
| | ----- | |
| Balance at December 31, 2010 | 607,016 | \$5.72 |
| | ===== | ===== |
| Issued | -- | -- |
| Exercised | (10,000) | -- |
| Expired | -- | -- |
| | ----- | |
| Balance at December 31, 2011 | 597,016 | \$5.72 |
| | ===== | ===== |

As of December 31, 2011, the warrants break down as follows:

| # warrants | exercise price |
|------------|----------------|
| ----- | ----- |
| 372,510 | \$ 0.70 |
| 58,825 | \$ 1.40 |
| 13,300 | \$ 4.00 |
| 10,000 | \$ 8.00 |
| 6,768 | \$ 12.00 |
| 13,613 | \$ 20.00 |
| 597,016 | \$ 5.72 |

THE X-CHANGE CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED
December 31, 2011 and 2010

NOTE K - COMMON STOCK WARRANTS - CONTINUED

| # warrants | expiring in |
|------------|-------------|
| ----- | ----- |
| 135,613 | 2010 (*) |
| -- | 2011 |
| 424,278 | 2012 |
| -- | 2017 |
| 37,125 | 2018 |
| ----- | |
| 597,016 | |
| ===== | |

(*) The warrants expiring in 2010 are an integral component of the LJII financing as previously discussed. As the debenture remains unpaid and LJII is continuing, with the Company's approval, to convert the debenture into common stock and exercise warrants, they are considered to remain outstanding at and subsequent to December 31, 2011.

NOTE L - LITIGATION CONTINGENCY

"La Jolla Cove Investors, Inc. v. The X-Change Corporation and Does 1-10", Superior Court of California, County of San Diego, filed December 8, 2011, Case 37-2011-00102204-CU-CO-CTL.

Plaintiff "La Jolla Cove Investors, Inc." (LJII) filed a Complaint for Breach of Contract against the Company alleging that the Company failed to comply with the terms and conditions of the 6-1/4% Convertible Note dated August 29, 2007 and the 6-1/4% Convertible Note dated October 9, 2007 and has refused to honor Conversion Notices tendered on and subsequent to July 6, 2011. LJII is requesting an acceleration of the cumulative debt totaling approximately \$400,838 and additional interest of approximately \$48 per day after October 1, 2011, plus fees, costs, expenses and disbursements associated with this action.

On April 19, 2012, the Company filed a Cross Complaint against LJII alleging a default by LJII due to LJII's failure to exercise and fund the contractually linked proportionate number of warrants accompanying Conversion Notices exercised between October 2008 and January 2011 despite the Company's tender of demand letters for payment. The Company is requesting approximately \$475,000 for the unfunded contractually linked mandatory warrant exercise; prejudgment interest at 10%, commencing March 26, 2010; various injunctive releases and associated costs and fees.

The Company is unable to ascertain the potential outcome of these actions and is of the opinion that no material impact on the Company's financial position will occur.

NOTE M - SUBSEQUENT EVENTS

On March 20, 2012, the Company issued 8,747,864 shares of restricted, unregistered shares to Melissa CR 364, Ltd. in partial repayment of approximately \$17,496 in notes payable principal. As the valuation of the conversion as stated in the respective note agreements was below the "fair value" of the securities issued, the Company will experience a non-cash charge to operations of approximately \$1,494,684 which will be classified as "interest expense" in the Company's financial statements.

During March and April 2012, the Company has placed approximately 100,000 acres in eastern Montana and western North Dakota under lease for oil and gas exploration, subject to the completion of due diligence and the acquisition of capital necessary to perform under the terms of the arrangement.

Management has evaluated all activity of the Company through April 30, 2012 (the issue date of the restated financial statements) and concluded that no subsequent events, other than as disclosed above, have occurred that would require recognition in the financial statements or disclosure in the notes to financial statements.

(Signatures follow on next page)

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

THE X-CHANGE CORPORATION

Dated: May 4, 2012

/s/ R. Wayne Duke

R. Wayne Duke
President, Chief Executive Officer
Acting Chief Financial Officer

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FORM 10-K

Asia Green Agriculture Corp - N/A

Filed: March 30, 2010 (period: December 31, 2009)

Annual report with a comprehensive overview of the company

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

Business Plan

The Company's current business plan is to develop the Chinese restaurant concept currently being undertaken by Legend Restaurant Management, a Samoa corporation in which Mr. Yongjie owns an interest.

We have no capital and must depend on Mr. Yongjie to provide us with the necessary funds to implement our business plan. We intend to seek opportunities demonstrating the potential of long-term growth as opposed to short-term earnings. However, at the present time, we are in the preliminary stages of implementing our business plan.

Employees

The Company currently has no employees. Management of the Company expects to use consultants, attorneys and accountants as necessary, and does not anticipate a need to engage any full-time employees so long as it is seeking and evaluating business opportunities. The need for employees and their availability will be addressed in connection with the decision whether or not to acquire or participate in specific business opportunities.

Item 1A - Risk Factors

Not Required

Item 1B - Uncleared Staff Comments

None

Item 2 - Properties

The Company currently maintains an address at [REDACTED]. The Company's telephone number there is [REDACTED].

Item 3 - Legal Proceedings

The Company is not a party to any pending legal proceedings, and no such proceedings are known to be contemplated.

PART II

Item 4 - Market for the Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Market for Trading and Eligibility for Future Sale

The Company's securities are currently eligible for trading on the OTC Bulletin Board under the symbol "SMPN". As of the date of this report, there has been no trading in the Company's common stock.

We relied, based on the confirmation order we received from the Bankruptcy Court, on Section 1145(a)(1) of the Bankruptcy Code to exempt from the registration requirements of the Securities Act of 1933, as amended, both the offer of the Plan Shares which may have been deemed to have occurred through the solicitation of acceptances of the Plan of Reorganization and the issuance of the Plan Shares pursuant to the Plan of Reorganization. In general, offers and sale of securities made in reliance on the exemption afforded under Section 1145(a)(1) of the Bankruptcy Code are deemed to be made in a public offering, so that the recipients thereof, are free to resell such securities without registration under the Securities Act.

Holders

As of December 31, 2009, there were a total of 5,000,004 shares of our common stock outstanding, held by approximately 482 stockholders of record.

Common Stock

Our authorized capital stock consists of 100,000,000 shares of \$0.001 par value common stock and 10,000,000 shares of \$0.001 par value preferred stock. Each share of common stock entitles a stockholder to one vote on all matters upon which stockholders are permitted to vote. No stockholder has any preemptive right or other similar right to purchase or subscribe for any additional securities issued by us, and no stockholder has any right to convert the common stock into other securities. No shares of common stock are subject to redemption or any sinking fund provisions. All the outstanding shares of our common stock are fully paid and non-assessable. Subject to the rights of the holders of the preferred stock, if any, our stockholders of common stock are entitled to dividends when, as and if declared by our board from funds legally available therefore and, upon liquidation, to a pro-rata share in any distribution to stockholders. We do not anticipate declaring or paying any cash dividends on our common stock in the foreseeable future.

Pursuant to our Articles of Incorporation, our board has the authority, without further stockholder approval, to provide for the issuance of up to 10,000,000 shares of our preferred stock in one or more series and to determine the dividend rights, conversion rights, voting rights, rights in terms of redemption, liquidation preferences, the number of shares constituting any such series and the designation of such series. Our board has the power to afford preferences, powers and rights (including voting rights) to the holders of any preferred stock preferences, such rights and preferences being senior to the rights of holders of common stock. No shares of our preferred stock are currently outstanding. Although we have no present intention to issue any shares of preferred stock, the issuance of shares of preferred stock, or the issuance of rights to purchase such shares, may have the effect of delaying, deferring or preventing a change in control of our company.

Provisions Having A Possible Anti-Takeover Effect

Our Articles of Incorporation and Bylaws contain certain provisions that are intended to enhance the likelihood of continuity and stability in the composition of our board and in the policies formulated by our board and to discourage certain types of transactions which may involve an actual or threatened change of our control. Our board is authorized to adopt, alter, amend and repeal our Bylaws or to adopt new Bylaws. In addition, our board has the authority, without further action by our stockholders, to issue up to 10,000,000 shares of our preferred stock in one or more series and to fix the rights, preferences, privileges and restrictions thereof. The issuance of our preferred stock or additional shares of common stock could adversely affect the voting power of the holders of common stock and could have the effect of delaying, deferring or preventing a change in our control.

Preferred Stock

The Company is authorized to issue up to 10,000,000 shares of \$0.001 par value Preferred Stock and no shares are issued and outstanding as of the date of this Report.

Pursuant to our Articles of Incorporation, our board has the authority, without further stockholder approval, to provide for the issuance of up to 10,000,000 shares of our \$0.001 par value preferred stock in one or more series and to determine the dividend rights, conversion rights, voting rights, rights in terms of redemption, liquidation preferences, the number of shares constituting any such series and the designation of such series. Our Board has the power to afford preferences, powers and rights (including voting rights) to the holders of any preferred stock preferences, such rights and preferences being senior to the rights of holders of common stock. No shares of our preferred stock are currently outstanding. Although we have no present intention to issue any shares of preferred stock, the issuance of shares of preferred stock, or the issuance of rights to purchase such shares, may have the effect of delaying, deferring or preventing a change in control of our company.

Restricted Securities

We currently have approximately 4,500,000 shares of \$0.001 par value common stock which may be considered outstanding restricted securities as defined in Rule 144.

Generally, restricted securities can be resold under Rule 144 once they have been held for the required statutory period, provided that the securities satisfies the current public information requirements of the Rule.

Dividends

Dividends, if any, will be contingent upon the Company's revenues and earnings, if any, and capital requirements and financial conditions. The payment of dividends, if any, will be within the discretion of the Company's Board of Directors. The Company presently intends to retain all earnings, if any, and accordingly the Board of Directors does not anticipate declaring any dividends prior to a business combination.

Transfer Agent

Our independent stock transfer agent is Securities Transfer Corporation. Their address is 2591 Dallas Parkway, Suite 102, Frisco, Texas 75034. Their contact numbers are (469) 633-0101 for voice calls and (469) 633-0088 for fax transmissions. Their website is located at www.stctransfer.com.

Reports to Stockholders

The Company intends to remain compliant with its obligations under the Exchange Act and, therefore, plans to furnish its stockholders with an annual report for each fiscal year ending December 31 containing financial statements audited by its registered independent public accounting firm. In the event the Company enters into a business combination with another Company, it is the present intention of management to continue furnishing annual reports to stockholders. Additionally, the Company may, in its sole discretion, issue unaudited quarterly or other interim reports to its stockholders when it deems appropriate. The Company intends to maintain compliance with the periodic reporting requirements of the Exchange Act.

Item 5 - Selected Financial Data

Not applicable

Item 6 - Management's Discussion and Analysis of Financial Condition and Results of Operations

(1) Caution Regarding Forward-Looking Information

Certain statements contained in this annual filing, including, without limitation, statements containing the words "believes", "anticipates", "expects" and words of similar import, constitute forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements.

Such factors include, among others, the following: international, national and local general economic and market conditions; demographic changes; the ability of the Company to sustain, manage or forecast its growth; the ability of the Company to successfully make and integrate acquisitions; existing government regulations and changes in, or the failure to comply with, government regulations; adverse publicity; competition; fluctuations and difficulty in forecasting operating results; changes in business strategy or development plans; business disruptions; the ability to attract and retain qualified personnel; and other factors referenced in this and previous filings.

Given these uncertainties, readers of this Form 10-K and investors are cautioned not to place undue reliance on such forward-looking statements. The Company disclaims any obligation to update any such factors or to publicly announce the result of any revisions to any of the forward-looking statements contained herein to reflect future events or developments.

(2) General

SMSA Palestine Acquisition Corp. was organized on May 21, 2008 as a Nevada corporation to effect the reincorporation of Senior Management Services of Palestine, Inc., a Texas corporation, mandated by the plan of reorganization discussed below.

On November 4, 2009, the Company entered into a share purchase agreement with Yang Yongjie, a resident of the Peoples Republic of China, pursuant to which he acquired 4.5 million shares of our common stock for \$4,500 cash or \$0.001 per share. As a result of this transaction, 5,000,004 shares of our common stock are currently issued and outstanding.

Our current business plan is to develop the Chinese restaurant concept currently undertaken by Legend Restaurant Management, a Samoa corporation in which our sole officer, director and controlling stockholder, Mr. Yang Yongjie, owns an interest.

We are a development stage company and a shell company as defined in Rule 405 under the Securities Act of 1933, or the Securities Act, and Rule 12b-2 under the Securities Exchange Act of 1934, or the Exchange Act.

SMSA Palestine Acquisition Corp.
(a development stage company)
Statement of Changes in Stockholders' Equity (Deficit)
Period from August 1, 2007 (date of bankruptcy settlement) through December 31, 2009

| | Common Stock | | Additional paid-in capital | Stock subscription receivable | Deficit accumulated during the development stage | Total |
|--------------------------------------------------------------------------------------------------|--------------|----------|----------------------------|-------------------------------|--------------------------------------------------|-------------|
| | Shares | Amount | | | | |
| Issuance of new common stock in connection with bankruptcy reorganization | 500,004 | 500 | 500 | - | - | 1,000 |
| Net loss for the period from August 1, 2007 (date of bankruptcy settlement) to December 31, 2007 | - | - | - | - | - | - |
| Balances at December 31, 2007 | 500,004 | 500 | 500 | - | - | 1,000 |
| Net loss for the year | - | - | - | - | (11,963) | (11,963) |
| Balances at December 31, 2008 | 500,004 | 500 | 500 | - | (11,963) | (10,963) |
| Private placement sale of common stock at par value on November 4, 2009 | 4,500,000 | 4,500 | - | (4,500) | - | - |
| Net loss for the year | - | - | - | - | (40,334) | (40,334) |
| Balances at December 31, 2009 | 5,000,004 | \$ 4,500 | \$ 500 | \$ (4,500) | \$ (52,297) | \$ (52,297) |

The accompanying notes are an integral part of these financial statements.

SMSA Palestine Acquisition Corp.
(a development stage company)
Notes to Financial Statements - Continued
December 31, 2009 and 2008

Note G - Income Taxes - Continued

The Company's only temporary difference due to statutory requirements in the recognition of assets and liabilities for tax and financial reporting purposes, as of December 31, 2009 and 2008, respectively, relate solely to the Company's net operating loss carryforward(s). This difference gives rise to the financial statement carrying amounts and tax bases of assets and liabilities causing either deferred tax assets or liabilities, as necessary, as of December 31, 2009 and 2008, respectively:

| | December 31, 2009 | December 31, 2008 |
|----------------------------------|-------------------------|----------------------|
| Deferred tax assets | | |
| Net operating loss carryforwards | \$ 18,000 | \$ 4,000 |
| Less valuation allowance | (18,000) | (4,000) |
| Net Deferred Tax Asset | \$ - | \$ - |

During the each of the years ended December 31, 2009 and 2008, respectively, the valuation allowance for the deferred tax asset increased by approximately \$14,000 and \$4,000.

Note H - Capital Stock Transactions

Pursuant to the Plan affirmed by the U. S. Bankruptcy Court - Northern District of Texas - Dallas Division, the Company will issue a sufficient number of Plan shares to meet the requirements of the Plan. Such number was estimated in the Plan to be approximately 500,000 Plan Shares relative to each Post Confirmation Debtor.

As provided in the Plan, 80.0% of the Plan Shares of the Company were issued to Halter Financial Group, Inc. (HFG). In exchange for the release of its Allowed Administrative Claims and for the performance of certain services and the payment of certain fees related to the anticipated reverse merger or acquisition transactions described in the Plan. The remaining 20.0% of the Plan Shares of the Company were issued to other holders of various claims as defined in the Plan.

Based upon the calculations provided by the Creditor's Trustee, the Company issued an aggregate 500,004 shares of the Company's "new" common stock to all unsecured creditors and the controlling stockholder in settlement of all unpaid pre-confirmation obligations of the Company and/or the bankruptcy trust.

Effective May 21, 2008, HFG transferred its 400,000 Plan Shares to Halter Financial Investments, L.P. (HFI), a Texas limited partnership controlled by Timothy P. Halter, who is also the controlling officer of HFG.

On November 4, 2009, the Company entered into a share purchase agreement with Yang Yongjie, a resident of the Peoples Republic of China, pursuant to which he acquired 4.5 million shares of our common stock for \$4,500 cash or \$0.001 per share. As a result of this transaction, 5,000,004 shares of our common stock are currently issued and outstanding. As of December 31, 2009, the \$4,500 had not been received and was scheduled to be paid by the end of the first quarter of 2010. The Company relied upon Section 4(2) of the Securities Act of 1933, as amended, for an exemption from registration on these shares and no underwriter was used in this transaction.

Note I - Subsequent Events

Management has evaluated all activity of the Company through March 29, 2010 (the issue date of the financial statements) and concluded that no subsequent events have occurred that would require recognition in the financial statements or disclosure in the notes to financial statements.

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FORM 10-K

USA Zhimingde International Group Corp - ZMDC

Filed: March 28, 2011 (period: December 31, 2010)

Annual report with a comprehensive overview of the company

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

Item 3 - Legal Proceedings

The Company is not a party to any pending legal proceedings, and no such proceedings are known to be contemplated.

Item 4 - [Removed and Reserved]

PART II

Item 5 - Market for the Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

The Company's securities are eligible for trading on the OTC Bulletin Board under the Commission's Rule 1 5c2-1 1, Subsection (a)(5). The Company's trading symbol is MAQC. As of the date of this report, there have been limited and sporadic trades of the Company's securities. The last reported trade and posted closing price of the Company's common stock, per www.otcmarkets.com, was on March 18, 2011 for 100 shares at approximately \$0.30 per share.

As of February 2, 2011, there were a total of 1,853,207 shares of our common stock held by approximately 363 stockholders of record. There are no shares of our preferred stock outstanding at the date of this report.

The following table sets forth the quarterly average high and low closing bid prices per share for the Common Stock:

| | High | Low |
|-------------------------------------------------------|----------|----------|
| Fiscal year ended December 31, 2009 | | |
| Quarter ended March 31, 2009 | \$ 0.51 | \$ 0.15 |
| Quarter ended June 30, 2009 | \$ 0.20 | \$ 0.11 |
| Quarter ended September 30, 2009 | \$ 0.20 | \$ 0.11 |
| Quarter ended December 31, 2009 | \$ 1.01 | \$ 0.11 |
| Fiscal year ended December 31, 2010 | | |
| Quarter ended March 31, 2010 | \$ 1.01 | \$ 0.25 |
| Quarter ended June 30, 2010 | \$ 0.25 | \$ 0.025 |
| Quarter ended September 30, 2010 | \$ 0.025 | \$ 0.025 |
| Quarter ended December 31, 2010 | \$ 4.50 | \$ 0.018 |
| Fiscal year ended December 31, 2011 | | |
| Quarter ended March 31, 2011 (through March 21, 2011) | \$ 2.75 | \$ 0.018 |

The source for the high and low closing bids quotations was www.otcmarkets.com.

Common Stock

Our authorized capital stock consists of 100,000,000 shares of \$0.001 par value common stock and 50,000,000 shares of \$0.001 par value preferred stock. Each share of common stock entitles a stockholder to one vote on all matters upon which stockholders are permitted to vote. No stockholder has any preemptive right or other similar right to purchase or subscribe for any additional securities issued by us, and no stockholder has any right to convert the common stock into other securities. No shares of common stock are subject to redemption or any sinking fund provisions. All the outstanding shares of our common stock are fully paid and non-assessable. Subject to the rights of the holders of the preferred stock, if any, our stockholders of common stock are entitled to dividends when, as and if declared by our board from funds legally available therefore and, upon liquidation, to a pro-rata share in any distribution to stockholders. We do not anticipate declaring or paying any cash dividends on our common stock in the foreseeable future.

Preferred Stock

The Company is also authorized to issue up to 50,000,000 shares of \$0.001 par value Preferred Stock and no shares are issued and outstanding as of the date of this Report.

Pursuant to our Articles of Incorporation, our board has the authority, without further stockholder approval, to provide for the issuance of up to 50 million shares of our preferred stock in one or more series and to determine the dividend rights, conversion rights, voting rights, rights in terms of redemption, liquidation preferences, the number of shares constituting any such series and the designation of such series. Our Board has the power to afford preferences, powers and rights (including voting rights) to the holders of any preferred stock preferences, such rights and preferences being senior to the rights of holders of common stock. No shares of our preferred stock are currently outstanding. Although we have no present intention to issue any shares of preferred stock, the issuance of shares of preferred stock, or the issuance of rights to purchase such shares, may have the effect of delaying, deferring or preventing a change in control of our company.

Restricted Securities

We currently have 1,666,668 outstanding shares which may be deemed restricted securities as defined in Rule 144. We do not intend to issue any securities prior to consummating a reverse merger transaction. The securities we issue in a merger transaction will most likely be restricted securities.

Generally, restricted securities can be resold under Rule 144 once they have been held for the required statutory period, provided that the securities satisfies the current public information requirements of the Rule.

Dividends

Dividends, if any, will be contingent upon the Company's revenues and earnings, if any, and capital requirements and financial conditions. The payment of dividends, if any, will be within the discretion of the Company's Board of Directors. The Company presently intends to retain all earnings, if any, and accordingly the Board of Directors does not anticipate declaring any dividends prior to a business combination.

Transfer Agent

Our independent stock transfer agent is Securities Transfer Corporation, located in Frisco, Texas. The mailing address and telephone number are: 2591 Dallas Parkway, Suite 102, Frisco, Texas 75034; (469) 633-0101.

Reports to Stockholders

The Company plans to furnish its stockholders with an annual report for each fiscal year ending December 31 containing financial statements audited by its registered independent public accounting firm. In the event the Company enters into a business combination with another Company, it is the present intention of management to continue furnishing annual reports to stockholders. Additionally, the Company may, in its sole discretion, issue unaudited quarterly or other interim reports to its stockholders when it deems appropriate. The Company intends to maintain compliance with the periodic reporting requirements of the Exchange Act.

Item 6 - Selected Financial Data

Not applicable

Item 7 - Management's Discussion and Analysis of Financial Condition and Results of Operations (1) Caution Regarding Forward-Looking Information

Certain statements contained in this annual filing, including, without limitation, statements containing the words "believes", "anticipates", "expects" and words of similar import, constitute forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements.

Such factors include, among others, the following: international, national and local general economic and market conditions; demographic changes; the ability of the Company to sustain, manage or forecast its growth; the ability of the Company to successfully make and integrate acquisitions; existing government regulations and changes in, or the failure to comply with, government regulations; adverse publicity; competition; fluctuations and difficulty in forecasting operating results; changes in business strategy or development plans; business disruptions; the ability to attract and retain qualified personnel; and other factors referenced in this and previous filings.

Given these uncertainties, readers of this Form 10-K and investors are cautioned not to place undue reliance on such forward-looking statements. The Company disclaims any obligation to update any such factors or to publicly announce the result of any revisions to any of the forward-looking statements contained herein to reflect future events or developments.

Marketing Acquisition Corporation
Statement of Changes in Stockholders' Equity
Years ended December 31, 2010 and 2009

| | Common Stock | | Additional paid-in capital | Accumulated deficit | Total |
|--------------------------|--------------|----------|----------------------------------|------------------------|-----------|
| | Shares | Amount | | | |
| Balances at | | | | | |
| January 1, 2009 | 1,853,207 | \$ 1,853 | \$ 542,111 | \$ (509,313) | \$ 34,651 |
| Net loss for the year | - | - | - | (6,524) | (6,524) |
| Balances at | | | | | |
| December 31, 2009 | 1,853,207 | 1,853 | 542,111 | (515,837) | 28,127 |
| Net loss for the year | - | - | - | (27,981) | (27,981) |
| Balances at | | | | | |
| December 31, 2010 | 1,853,207 | \$ 1,853 | \$ 542,111 | \$ (543,818) | \$ 146 |

The accompanying notes are an integral part of these financial statements.

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FORM 10-K

SIGNET INTERNATIONAL HOLDINGS, INC. - SIGN

Filed: April 13, 2011 (period: December 31, 2010)

Annual report with a comprehensive overview of the company

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

PART II

Item 5 - Market for Company's Common Equity, Related Stockholder Matters and Small Business Issuer Purchases of Equity Securities

We filed a request for clearance of quotations on the OTC Bulletin Board under SEC Rule 15c2-11, Subsection (a)(5) with NASD Regulation Inc. On March 7, 2007, we were issued a clearance letter and the trading symbol "SIGN" was issued on our common stock.

We have a limited trading market exists for our equity securities. As such, the market price of our common stock is subject to significant fluctuations in response to variations in our quarterly operating results, general trends in the market, and other factors, over many of which we have little or no control. In addition, broad market fluctuations, as well as general economic, business and political conditions, may adversely affect the market for our common stock, regardless of our actual or projected performance.

The ask/high and bid/low information for each calendar quarter in the previous two (2) years, as obtained from www.bigcharts.com, are as follows:

| | High | | Low | |
|-------------------------------------|------|-------|-----|------|
| Fiscal year ended December 31, 2009 | | | | |
| Quarter ended March 31, 2009 | \$ | 0.51 | \$ | 0.16 |
| Quarter ended June 30, 2009 | \$ | 11.00 | \$ | 0.16 |
| Quarter ended September 30, 2009 | \$ | 11.00 | \$ | 0.96 |
| Quarter ended December 31, 2009 | \$ | 2.00 | \$ | 0.36 |
| Fiscal year ended December 31, 2010 | | | | |
| Quarter ended March 31, 2010 | \$ | 0.51 | \$ | 0.07 |
| Quarter ended June 30, 2010 | \$ | 0.45 | \$ | 0.05 |
| Quarter ended September 30, 2009 | \$ | 0.50 | \$ | 0.30 |
| Quarter ended December 31, 2009 | \$ | 0.30 | \$ | 0.20 |

Dividends

Holders of our common stock are entitled to receive dividends if, as and when declared by the Board of Directors out of funds legally available therefore. We have never declared or paid any dividends on our common stock. We intend to retain any future earnings for use in the operation and expansion of our business. Consequently, we do not anticipate paying any cash dividends on our common stock to our stockholders for the foreseeable future.

Equity Compensation Plan Information

We do not have any plans, formal or informal, to provide compensation under which our equity securities are authorized for issuance:

Equity compensation plans approved by security holders - None

Equity compensation plans not approved by security holders - None

Transfer Agent

Our independent stock transfer agent is Olde Monmouth Stock Transfer Co., Inc. Their address is 200 Memorial Parkway, Atlantic Highlands, N.J. 07716. Their contact numbers are (732) 872-2727 for voice calls and (732) 872-2728 for fax transmissions.

Recent Sales of Unregistered Securities

On April 16, 2007, we issued 270,000 shares of unregistered, restricted common stock for the acquisition of certain broadcast and other production rights. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On May 2, 2007, we sold, in a private transaction, 6,800 shares of unregistered, restricted common stock at a price of \$1.00 per share for cash. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On May 22, 2007, we issued 113,662 shares of unregistered, restricted common stock for the acquisition of intellectual properties related to literary works. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On August 30, 2007, we sold, in a private transaction, 12,500 shares of unregistered, restricted common stock at a price of \$1.00 per share for cash. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On June 5, 2008, we sold, in a private transaction, 3,000 shares of unregistered, restricted common stock for cash proceeds of \$800, which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On July 24, 2008, we issued 20,000 shares of unregistered, restricted common stock as a deposit on and in consideration for a Purchase Option Agreement executed on July 23, 2008 with a TV distribution and syndication company. The deposit/option fee will be deducted from the total 100,000 shares of unregistered, restricted common stock to be issued upon closing of the transaction upon exercise of the option. The total shares issued and to be issued are part of the terms of the Purchase Option Agreement that specifies a total purchase price of \$3.0 million plus a management contract to be in place shortly after closing. The terms of the management contract require a payment of \$20,000 per month to the present manager/owner. The term of Purchase Option Agreement is one year from date of execution.

On August 19, 2008, we sold, in a private transaction, 5,000 shares of unregistered, restricted common stock for cash proceeds of \$3,000, which approximated the fair value and closing quoted price of our common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On August 22, 2008, we sold, in a private transaction, 174,000 shares of unregistered, restricted common stock for cash proceeds of \$55,000, which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On May 5, 2009, we sold, in a private transaction, 25,000 shares of unregistered, restricted common stock for cash proceeds of \$25,000, which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On August 4, 2009, we issued 1,000 shares of unregistered, restricted common stock in payment of consulting fees valued at \$1,000, which approximated the fair value and closing quoted price of the Company's common stock on the transaction date, to an unrelated individual. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On September 18, 2009, in connection with an Asset Purchase Agreement, we issued 100,000 shares of common stock valued at \$5.00 per share as a down payment against the Agreement. These shares were issued pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On October 26, 2009, pursuant to an Investment Agreement executed on October 23, 2007, we sold 89,260 shares of the Company's common stock for cash proceeds of approximately \$31,241 or \$0.35 per share, which approximated the "fair value" of the Company's common stock on the date of the transaction. This transaction was in accordance with a Registration Rights Agreement executed on November 5, 2007 with a Private Equity Fund whereby the Company agreed to sell an indeterminate amount of its shares to the Fund and provided for the registration of said shares pursuant to a Registration Statement on Form SB-2 under the Securities Act of 1933 as amended. The Company incurred costs of raising capital of approximately \$5,300 on this transaction.

On April 7 and 14, 2010 the Company issued in private transactions 447,050 of unregistered, restricted common stock for services with proceeds of \$28,860.00 cash which includes 325,000 common shares issued to the company's new Chief Operating Officer and 50,000 shares issued to the company's Corporate Counsel in lieu of salary and professional service fees. The issue of common stock reflects the company's par value of its common stock. These shares were issued in consideration for services performed for the company and issued pursuant to an exemption for registration under Section 4(2) of the securities Act of 1933, as amended.

On May 25, 2010 the Company, pursuant to an executed Binding Letter of Intent dated May 25, 2010 issued 100 shares of the Company's Common Stock to Pllx3, Inc. a California corporation in consideration for the acquisition of Pllx3, Inc. the closing to be on or before December 31, 2010.

On August 2, 2010 the Company, pursuant to an Investment Agreement executed on October 23, 2007, issued 14,000 shares of the Company's Common Stock. This transaction was in accordance with a Registration Rights Agreement executed on November 5, 2007 with a Private Equity Fund whereby the Company agreed to sell an indeterminate amount of its shares to the Fund and to provide registration rights under the Securities Act of 1933 as amended.

On September 1, 2010 the Company sold, in a private transaction, 14,285 shares of unregistered, restricted common stock for cash which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On September 2, 2010 the Company sold, in a private transaction, 2,000 shares of unregistered, restricted common stock for cash which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On September 9, and 24, 2010 the Company sold, in a private transaction, 73,745 shares of unregistered, restricted common stock for cash which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

Pursuant to the Company's registration filing, Sb-2 effective February 2, 2007, the Company issued restricted common stock to its founders who contributed their efforts in the formation of the company. By July 2007, the company learned that one founder had unscrupulously attempted to conspire with others to sell all or part of his restricted 151,000 shares. It became apparent that the shareholder had no intentions of assisting the company as promised. Consequently, the Company issued a demand for the return of issued shares. On September 17, 2007, the Company filed a brief with the Dallas County Court, Texas petitioning for the return of the Company's remaining shares of stock. On October 1, 2007 as a result of a court ordered mediation, the Company was granted rescission of all the remaining 146,000 shares and imposed other constraints upon the defendant. On January 18, 2008, the defendant filed a Motion for a New Trial in Dallas, Texas. On September 29, 2010 the Federal Court for the Northern District of Texas denied the defendant's appeal and ordered the return of the Company's stock.

On October 15, 2010 The Company issued 50,000 shares of unregistered, restricted common stock in consideration for the obtaining legal filings to recover the Federal Court for the Northern District of Texas awarded return of the Company's stock. The issued stock value approximated the fair value and closing quoted price of the Company's common stock on the issue date. These shares were issued pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On December 29, 2010 The Company sold in a private transaction, 6,000 shares of unregistered, restricted common stock for cash which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

Reports to Stockholders

We intend to remain compliant with its obligations under the Securities Exchange Act of 1934, as amended, and, therefore, plan to furnish our stockholders with an annual report for each fiscal year ending December 31 containing financial statements audited by its registered independent public accounting firm. In the event we enter into a business combination with another Company, it is the present intention of management to continue furnishing annual reports to stockholders. Additionally, we may, in its sole discretion, issue unaudited quarterly or other interim reports to its stockholders when it deems appropriate. We intend to maintain compliance with the periodic reporting requirements of the Securities Exchange Act of 1934.

Signet International Holdings, Inc. and Subsidiary
(a development stage company)
Consolidated Statement of Changes in Shareholders' Equity (Deficit)
Period from October 17, 2003 (date of inception) through December 31, 2010

| | Preferred Stock | | Common Stock | | Additional paid-in capital | Deficit accumulated during the development stage | Stock subscription receivable | Total |
|-----------------------------------------------------------------------------------|-----------------|--------|--------------|--------|----------------------------|--------------------------------------------------|-------------------------------|-----------|
| | Shares | Amount | Shares | Amount | | | | |
| Stock issued at formation of Signet International Holdings, Inc. | - | \$ - | 100,000 | \$ 100 | \$ - | \$ - | \$ - | \$ 100 |
| Effect of reverse merger transaction with Signet Entertainment Corporation | 4,000,000 | 4,000 | 3,294,000 | 3,294 | 33,416 | - | - | 40,710 |
| Capital contributed to support operations | - | - | - | - | 3,444 | - | - | 3,444 |
| Net loss for the period | - | - | - | - | - | (59,424) | - | (59,424) |
| Balances at December 31, 2003 | 4,000,000 | 4,000 | 3,394,000 | 3,394 | 36,860 | (59,424) | - | (15,170) |
| Common stock sold pursuant to a private placement | - | - | 70,000 | 70 | 34,930 | - | (35,000) | - |
| Capital contributed to support operations | - | - | - | - | 20,492 | - | - | 20,492 |
| Net loss for the year | - | - | - | - | - | (111,492) | - | (111,492) |
| Balances at December 31, 2004 | 4,000,000 | 4,000 | 3,464,000 | 3,464 | 92,282 | (170,916) | (35,000) | (106,170) |
| Issuance of preferred stock for services | 1,000,000 | 1,000 | - | - | 8,519 | - | - | 9,519 |
| Common stock sold pursuant to an August 2005 private placement | - | - | 57,000 | 57 | 513 | - | - | 570 |
| Adjustment for stock sold at less than "fair value" | - | - | - | - | 56,430 | - | - | 56,430 |
| Common stock sold pursuant to a September 2005 private placement memorandum | - | - | 366,000 | 366 | 365,634 | - | - | 366,000 |
| Cost of obtaining capital | - | - | - | - | (10,446) | - | - | (10,446) |

- Continued -

The accompanying notes are an integral part of these financial statements.

Signet International Holdings, Inc. and Subsidiary
(a development stage company)
Consolidated Statement of Changes in Shareholders' Equity (Deficit) - Continued
Period from October 17, 2003 (date of inception) through December 31, 2010

| | Preferred Stock | | Common Stock | | Additional paid-in capital | Deficit accumulated during the development stage | Stock subscription receivable | Total |
|--------------------------------------------------------------------------------------|-----------------|--------|--------------|--------|----------------------------------|--------------------------------------------------------------|-------------------------------------|-----------|
| | Shares | Amount | Shares | Amount | | | | |
| Collections on stock subscription receivable | - | - | - | - | - | - | 35,000 | 35,000 |
| Capital contributed to support operations | - | - | - | - | 9,875 | - | - | 9,875 |
| Net loss for the period | - | - | - | - | - | (231,767) | - | (231,767) |
| Balances at | | | | | | | | |
| December 31, 2005 | 5,000,000 | 5,000 | 3,887,000 | 3,887 | 522,807 | (402,683) | - | 129,011 |
| Common stock sold pursuant to a September 2005 private placement memorandum | - | - | 15,000 | 15 | 14,985 | - | - | 15,000 |
| Purchase of treasury stock | - | - | (50,000) | (50) | (49,950) | - | - | (50,000) |
| Common stock issued for consulting services | - | - | 250,000 | 250 | 249,750 | - | - | 250,000 |
| Net loss for the year | - | - | - | - | - | (521,252) | - | (521,252) |
| Balances at | | | | | | | | |
| December 31, 2006 | 5,000,000 | 5,000 | 4,102,000 | 4,102 | 737,592 | (923,935) | - | (177,241) |
| Common stock sold pursuant to a September 2005 private placement memorandum | - | - | 19,300 | 19 | 19,284 | - | - | 19,303 |
| Issuance of common stock for broadcast and intellectual properties | - | - | 383,662 | 384 | 3,931,865 | - | - | 3,932,249 |
| Net loss for the year | - | - | - | - | - | (307,051) | - | (307,051) |
| Balances at | | | | | | | | |
| December 31, 2007 | 5,000,000 | 5,000 | 4,504,962 | 4,505 | 4,688,741 | (1,230,986) | - | 3,467,260 |

- Continued -

The accompanying notes are an integral part of these financial statements.

Signet International Holdings, Inc. and Subsidiary
(a development stage company)
Consolidated Statement of Changes in Shareholders' Equity (Deficit) - Continued
Period from October 17, 2003 (date of inception) through December 31, 2010

| | Preferred Stock | | Common Stock | | Additional paid-in capital | Deficit accumulated during the development stage | Stock subscription receivable | Total |
|----------------------------------------------------------------------------------------|------------------|-----------------|------------------|-----------------|----------------------------------|--------------------------------------------------------------|-------------------------------------|--------------------|
| | Shares | Amount | Shares | Amount | | | | |
| Balances at | | | | | | | | |
| December 31, 2007 | 5,000,000 | \$ 5,000 | 4,504,962 | \$ 4,505 | \$ 4,688,741 | \$(1,230,986) | \$ - | \$ 3,467,260 |
| Issuance of common stock for services | | | | | | | | |
| Common stock sold pursuant | | | | | | | | |
| to a June 2008 private placement memorandum | - | - | 3,000 | 3 | 797 | - | - | 800 |
| an August 2008 private placement memorandum | - | - | 5,000 | 5 | 2,995 | - | - | 3,000 |
| an August 2008 private placement memorandum | - | - | 174,000 | 174 | 54,826 | - | - | 55,000 |
| Common stock issued for Purchase Option Agreement | - | - | 20,000 | 20 | 99,980 | - | - | 100,000 |
| Net loss for the year | - | - | - | - | - | (310,630) | - | (310,630) |
| Balances at | | | | | | | | |
| December 31, 2008 | 5,000,000 | 5,000 | 4,706,962 | 4,707 | 4,847,339 | (1,541,616) | - | 3,315,430 |
| Common stock sold pursuant | | | | | | | | |
| to a private placement in May 2009 | - | - | 25,000 | 25 | 24,975 | - | - | 25,000 |
| Common stock issued for payment of consulting fees | | | | | | | | |
| in August 2009 | - | - | 1,000 | 1 | 999 | - | - | 1,000 |
| Common stock as a deposit on an Asset Purchase Agreement in September 2009 | - | - | 100,000 | 100 | 499,900 | - | - | 500,000 |
| Common stock sold pursuant | | | | | | | | |
| to a Registration Statement on Form SB-2 in October 2009 | - | - | 89,260 | 89 | 31,152 | - | - | 31,241 |
| Less cost of raising capital | - | - | - | - | (5,300) | - | - | (5,300) |
| Net loss for the year | - | - | - | - | - | (296,313) | - | (296,313) |
| Balances at | | | | | | | | |
| December 31, 2009 | <u>5,000,000</u> | <u>\$ 5,000</u> | <u>4,922,222</u> | <u>\$ 4,922</u> | <u>\$5,399,065</u> | <u>\$(1,837,929)</u> | <u>\$ -</u> | <u>\$3,571,058</u> |

The accompanying notes are an integral part of these financial statements.

(a development stage company)
Consolidated Statement of Changes in Shareholders' Equity (Deficit) - Continued
 Period from October 17, 2003 (date of inception) through December 31, 2010

| | Common Stock | | Additional paid-in capital | Deficit accumulated during the development stage | Stock subscription receivable | Total | |
|---------------------------------------------------------------------------------------------------------|------------------|-----------------|----------------------------------|--------------------------------------------------------------|-------------------------------------|-----------------------|-------------|
| | Shares | Amount | | | | | |
| Common stock issued in private transactions for payment of consulting fees in April 2010 | 447,050 | 447 | 178,373 | | | 178,820 | |
| Common stock issued in consideration of binding agreement in May 2010 | 100 | | 42 | | | 42 | |
| Common stock issued pursuant to Registration Rights agreement dated November 5, 2007 issued August 2010 | 14,000 | 14 | 4,669 | | | 4,683 | |
| Common stock sold pursuant to a private placement placement in September 2010 | 90,030 | 90 | 30,027 | | | 30,117 | |
| Common stock rescission pursuant to Court Finding in September 2010 | (146,000) | (146) | 146 | | | - | |
| Common stock issued for payment of legal fees in October 2010 | 50,000 | 50 | 12,450 | | | 12,500 | |
| Common stock sold pursuant to a private placement placement in December 2010 | 6,000 | 6 | 2,494 | | | 2,500 | |
| Less cost of raising capital | | | | (380,542) | | (380,542) | |
| Net loss for the year | | | | | | (380,542) | |
| Balances at December 31, 2010 | <u>5,000,000</u> | <u>\$ 5,000</u> | <u>5,383,402</u> | <u>\$ 5,383</u> | <u>\$ 5,627,266</u> | <u>\$ (2,218,471)</u> | <u>\$ -</u> |
| | | | | | | <u>\$ 3,419,178</u> | |

Signet International Holdings, Inc. and Subsidiary
(a development stage company)
Notes to Consolidated Financial Statements - Continued
December 31, 2010 and 2009

Note I - Income Taxes - Continued

Temporary differences, consisting primarily of the prospective usage of net operating loss carry forwards give rise to deferred tax assets and liabilities as of December 31, 2010 and 2009, respectively:

| | December 31, 2010 | December 31, 2009 |
|-------------------------------------------------------------------------|----------------------|----------------------|
| Deferred tax assets | | |
| Net operating loss carry forwards | \$ 270,000 | \$ 237,000 |
| Officer compensation and other accrued expenses deductible when paid | 422,000 | 326,000 |
| Less valuation allowance | (692,000) | (563,000) |
| Net Deferred Tax Asset | \$ - | \$ - |

During each of the years ended December 31, 2010 and 2009, respectively, the valuation allowance for the deferred tax asset increased by approximately \$129,000 and \$100,000.

Note J - Preferred Stock

On March 14, 2007, the Company formally designated a series of Super Preferred Stock of the Company's 50,000,000 authorized shares of the capital preferred stock of the Corporation. The designated Series A Convertible Super Preferred Stock (the "Series A Super Preferred Stock"), to consist of 5,000,00 shares, par value \$.001 per share, which shall have the following preferences, powers, designations and other special rights:

- Voting:** Holders of the Series A Super Preferred Stock shall have ten votes per share held on all matters submitted to the shareholders of the Company for a vote thereon. Each holder of these shares shall have the option to appoint two additional members to the Board of Directors. Each share shall be convertible into ten (10) shares of common stock.
- Dividends:** The holders of Series A Super Preferred Stock shall be entitled to receive dividends or distributions on a pro rata basis with the holders of common stock when and if declared by the Board of Directors of the Company. Dividends shall not be cumulative. No dividends or distributions shall be declared or paid or set apart for payment on the Common Stock in any calendar year unless dividends or distributions on the Series A Preferred Stock for such calendar year are likewise declared and paid or set apart for payment. No declared and unpaid dividends shall bear or accrue interest.
- Liquidation Preference:** Upon the liquidation, dissolution and winding up of the Company, whether voluntary or involuntary, the holders of the Series A Super Preferred Stock then outstanding shall be entitled to, on a pro-rata basis with the holders of common stock, distributions of the assets of the Corporation, whether from capital or from earnings available for distribution to its stockholders.

The Board of Directors has the authority, without further action by the shareholders, to issue, from time to time, preferred stock in one or more series for such consideration and with such relative rights, privileges, preferences and restrictions that the Board may determine. The preferences, powers, rights and restrictions of different series of preferred stock may differ with respect to dividend rates, amounts payable on liquidation, voting rights, conversion rights, redemption provisions, sinking fund provisions and purchase funds and other matters. The issuance of preferred stock could adversely affect the voting power or other rights of the holders of common stock.

On October 20, 2003, in conjunction with the formation and incorporation of Signet Entertainment Corporation, SIG issued 4,000,000 shares of preferred stock to the incorporating persons. This transaction was valued at approximately \$40,000, which approximates the value of the services provided.

Signet International Holdings, Inc. and Subsidiary
(a development stage company)
Notes to Consolidated Financial Statements - Continued
December 31, 2010 and 2009

Note J - Preferred Stock - Continued

On July 19, 2005, the Company issued 1,000,000 shares of preferred stock to an existing shareholder and Company officer for services related to the organization and structuring of the Company and its proposed business plan. This transaction was valued at approximately \$10,000, which approximates the value of the services provided.

Concurrent with the reverse merger transaction, these shareholders exchanged their Signet Entertainment Corporation preferred stock for equivalent shares of Signet International Holdings, Inc. Series A Super Preferred stock, as described above.

Note K - Common Stock Transactions

On October 17, 2003 and November 1, 2003, in connection with the incorporation and formation of the Company, an aggregate of approximately 3,294,000 shares of restricted, unregistered shares of common stock and were issued to various founding individuals. This combined preferred stock and common stock issuances were collectively valued at approximately \$40,810, which approximated the fair value of the time provided by the individuals and the related out-of-pocket expenses.

On June 16, 2004 and December 3, 2004, the Company sold, in three separate transactions to three unrelated individuals, an aggregate 70,000 shares of restricted, unregistered common stock for \$35,000 cash. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used any of the three transactions.

Between July 20, 2005 and August 26, 2005, Signet Entertainment Corporation sold an aggregate 57,000 shares of common stock to existing and new shareholders at a price of \$0.01 per share for gross proceeds of approximately \$570. As this selling price was substantially below the "fair value" of comparable transactions, the Company recognized a charge to operations for consulting expense equivalent to the difference between the established "fair value" of \$1.00 per share (as determined by the pricing in the September 2005 Private Placement Memorandum) and the selling price of \$0.01 per share.

On September 9, 2005, the Company commenced the sale of common stock pursuant to a Private Placement Memorandum in a self-underwritten offering. This Memorandum is offering for sale to persons who qualify as accredited investors and to a limited number of sophisticated investors, on a best efforts basis, up to 2,000,000 of our common shares at \$1.00 per share, for anticipated gross proceeds of \$2,000,000. The common shares will be offered through the Company's officers and directors on a best-efforts basis. The minimum investment is \$1,000, however, the Company might, at its sole discretion, accept subscriptions for lesser amounts. Funds received from all subscribers will be released to the Company upon acceptance of the subscriptions by the Company's management. Through December 31, 2006, the Company has sold an aggregate 381,000 shares for gross proceeds of \$381,000 under this Memorandum.

On March 31, 2006, the Company repurchased 50,000 shares of common stock from the estate of a deceased shareholder which purchased said shares for \$50,000 cash pursuant to the aforementioned September 2005 Private Placement Memorandum for \$50,000 cash. In June 2006, the Company's Board of Directors cancelled these shares and returned them to unissued status.

On June 22, 2006, the Company issued 250,000 shares of unregistered, restricted common stock, valued at \$0.50 per share or \$125,000, in payment of consulting fees. As the agreed-upon value of the services provided was less than the "fair value" of comparable transactions, the Company has recognized an additional charge to Consulting Fees equivalent to the difference between the established "fair value" of \$1.00 per share (as determined by the pricing in the September 2005 Private Placement Memorandum) and the agreed-upon value of \$0.50 per share in the corresponding line item in the Company's Statement of Operations.

Signet International Holdings, Inc. and Subsidiary
(a development stage company)
Notes to Consolidated Financial Statements - Continued
December 31, 2010 and 2009

Note K - Common Stock Transactions - Continued

On April 16, 2007, the Company issued 270,000 shares of unregistered, restricted common stock for the acquisition of certain broadcast and other production rights. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On May 2, 2007, the Company sold, in a private transaction, 6,800 shares of unregistered, restricted common stock at a price of \$1.00 per share for cash. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On May 22, 2007, the Company issued 113,662 shares of unregistered, restricted common stock for the acquisition of intellectual properties related to literary works. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On August 30, 2007, the Company sold, in a private transaction, 12,500 shares of unregistered, restricted common stock at a price of \$1.00 per share for cash. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On June 5, 2008, the Company sold, in a private transaction, 3,000 shares of unregistered, restricted common stock for cash proceeds of \$800, which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On July 24, 2008 the Company issued 20,000 shares of unregistered, restricted common stock as a deposit on and in consideration for a Purchase Option Agreement executed on July 23, 2008 with a TV distribution and syndication company. The deposit/option fee will be deducted from the total 100,000 shares of unregistered, restricted common stock to be issued upon closing of the transaction upon exercise of the option. The total shares issued and to be issued are part of the terms of the Purchase Option Agreement that specifies a total purchase price of \$3.0 million plus a management contract to be in place shortly after closing. Terms of the management contract requires a payment of \$20,000 per month to the present manager/owner. The term of Purchase Option Agreement is one year from date of execution.

On August 19, 2008, the Company sold, in a private transaction, 5,000 shares of unregistered, restricted common stock for cash proceeds of \$3,000, which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On August 22, 2008, the Company sold, in a private transaction, 174,000 shares of unregistered, restricted common stock for cash proceeds of \$55,000, which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

Signet International Holdings, Inc. and Subsidiary
(a development stage company)
Notes to Consolidated Financial Statements - Continued
December 31, 2010 and 2009

Note K - Common Stock Transactions - Continued

On May 5, 2009, the Company sold, in a private transaction, 25,000 shares of unregistered, restricted common stock for cash proceeds of \$25,000, which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On August 4, 2009, the Company issued 1,000 shares of unregistered, restricted common stock in payment of consulting fees valued at \$1,000, which approximated the fair value and closing quoted price of the Company's common stock on the transaction date, to an unrelated individual. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On September 18, 2009, in connection with an Asset Purchase Agreement, the Company issued 100,000 shares of common stock valued at \$5.00 per share as a down payment against the Agreement. These shares were issued pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On October 26, 2009, the Company, pursuant to an Investment Agreement executed on October 23, 2007, sold 89,260 shares of the Company's common stock for cash proceeds of approximately \$31,241 or \$0.35 per share, which approximated the "fair value" of the Company's common stock on the date of the transaction. This transaction was in accordance with a Registration Rights Agreement executed on November 5, 2007 with a Private Equity Fund whereby the Company agreed to sell an indeterminate amount of its shares to the Fund and provided for the registration of said shares pursuant to a Registration Statement on Form SB-2 under the Securities Act of 1933 as amended. The Company incurred costs of raising capital of approximately \$5,300 on this transaction.

On April 7 and 14, 2010 the Company issued in private transactions, 447,050 of unregistered, restricted common stock for and services proceeds of \$28,860.00 cash which includes 325,000 common shares issued to the company's new Chief Operating Officer and 50,000 shares issued to the company's Corporate Counsel in lieu salary and professional service fees. The issue of common stock reflects the company's par value of its common stock. These shares were issued in consideration for services performed for the company and issued pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended.

On May 25, 2010 the Company, pursuant to an executed Binding Letter of Intent dated May 25, 2010 issued 100 shares of the Company's Common Stock to Pllx3, Inc. a California corporation in consideration for the acquisition of Pllx3, Inc. the closing to be on or before December 31, 2010.

On August 2, 2010 the Company, pursuant to an Investment Agreement executed on October 23, 2007, issued 14,000 shares of the Company's Common Stock. This transaction was in accordance with a Registration Rights Agreement executed on November 5, 2007 with a Private Equity Fund whereby the Company agreed to sell an indeterminate amount of its shares to the Fund and to provide registration rights under the Securities Act of 1933 as amended.

On September 1, 2010 the Company sold, in a private transaction, 14,285 shares of unregistered, restricted common stock for cash which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On September 2, 2010 the Company sold, in a private transaction, 2,000 shares of unregistered, restricted common stock for cash which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On September 9, and 24, 2010 the Company sold, in a private transaction, 73,745 shares of unregistered, restricted common stock for cash which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

Signet International Holdings, Inc. and Subsidiary
(a development stage company)
Notes to Consolidated Financial Statements - Continued
December 31, 2010 and 2009

Note K - Common Stock Transactions – Continued

On September 29, 2010 the Federal Court for the Northern District of Texas ordered the return of 146,000 shares of common stock. Pursuant to the Company's registration filing, Sb-2 effective February 2, 2007, the Company issued restricted common stock to its founders who contributed their efforts in the formation of the company. By July 2007, the company learned that one founder had unscrupulously attempted to conspire with others to sell all or part of his restricted 151,000 shares. It became apparent that the shareholder had no intentions of assisting the company as promised. Consequently, the Company issued a demand for the return of issued shares. On September 17, 2007, the Company filed a brief with the Dallas County Court, Texas petitioning for the return of the Company's remaining shares of stock. On October 1, 2007 as a result of a court ordered mediation, the Company was granted rescission of all the remaining 146,000 shares and imposed other constraints upon the defendant. On January 18, 2008, the defendant filed a Motion for a New Trial in Dallas, Texas. On September 29, 2010 the Federal Court for the Northern District of Texas denied the defendant's appeal and ordered the return of the Company's stock.

On October 15, 2010 The Company issued 50,000 shares of unregistered, restricted common stock in consideration for the obtaining legal filings to recover the Federal Court for the Northern District of Texas awarded return of the Company's stock. The issued stock value approximated the fair value and closing quoted price of the Company's common stock on the issue date. These shares were issued pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

On December 29, 2010 The Company sold in a private transaction, 6,000 shares of unregistered, restricted common stock for cash which approximated the fair value and closing quoted price of the Company's common stock on the transaction date. These shares were sold pursuant to an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended, and no underwriter was used in this transaction.

Note L - Commitments

Leased office space

The Company operates from leased office facilities at 205 Worth Avenue, Suite 316 Palm Beach, FL 33480 under an operating lease. The lease agreement was originally expired to expire in July 2009 and has been subsequently amended to a month-to-month basis. The lease currently requires monthly payments of approximately \$1,000. The Company is not responsible for any additional charges for common area maintenance.

The Company also reimburses two non-executive personnel for the use of their personal home offices, which are not exclusive to the Company's business, at approximately \$250 per month. These agreements are on a month-to-month basis.

For the respective years ended December 31, 2010 and 2009, respectively, the Company paid or accrued an aggregate of approximately \$32,020 and \$21,068 for rent under all of these agreements.

Triple Play Management Agreement

On October 23, 2003, Signet Entertainment Corporation, the wholly-owned subsidiary of the Company, entered into a Management Agreement with Triple Play Media Management (Triple Play) of Peoria, Arizona. Triple Play is engaged to be the management company to manage and operate any acquired Signet facility in the TV and other Media operations market on a permanent basis for Signet for a period often years (the initial period) with an automatic extension of an additional ten years unless the dissenting party gives proper notice.

Upon Signet's successfully raising the necessary required funding through a secondary offering, Signet will begin funding the working capital requirements of Triple Play for a share of Triple Play's profit. The working capital commitment will be based on mutually agreed budgets and, at the present time, the company has no requirements for these services.

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FORM 10-K

SMSA GAINESVILLE ACQUISITION CORP. - N/A

Filed: February 23, 2012 (period: December 31, 2011)

Annual report with a comprehensive overview of the company

Employees

We have no employees. Our president and sole director, Paul Interrante, will be responsible for managing our administrative affairs, including our reporting obligations pursuant to the requirements of the Exchange Act. It is anticipated that Mr. Interrante may engage consultants, attorneys and accountants as necessary for us to conduct our business operations and to implement and successfully complete our business plan. We do not anticipate employing any full-time employees until we have achieved our business purpose.

Item 1A - Risk Factors

Smaller reporting companies are not required to provide the information required by this item.

Item 1B - Unresolved Staff Comments

None

Item 2 - Properties

The Company currently maintains a mailing address at [REDACTED]. The Company's telephone number there is [REDACTED]. Other than this mailing address, the Company does not currently maintain any other office facilities, and does not anticipate the need for maintaining office facilities at any time in the foreseeable future. The Company pays no rent or other fees for the use of the mailing address.

Item 3 - Legal Proceedings

The Company is not a party to any pending legal proceedings, and no such proceedings are known to be contemplated.

Item 4 - [Removed and Reserved]

PART II

Item 5 - Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Market for Trading and Eligibility for Future Sale

There is no public trading market for our securities. Our shares are eligible for quotation on the OTC Bulletin Board under the symbol "SACQ". As of the date of this filing, there has been no known trading in the Company's common stock.

Holders

As of February 17, 2012, there were a total of 10,000,005 shares of our common stock held by approximately 483 stockholders of record. There are no shares of our preferred stock outstanding at the date of this report.

Capital Stock

Our authorized capital stock consists of 100,000,000 shares of common stock and 10,000,000 shares of preferred stock. Each share of common stock entitles a stockholder to one vote on all matters upon which stockholders are permitted to vote. No stockholder has any preemptive right or other similar right to purchase or subscribe for any additional securities issued by us, and no stockholder has any right to convert the common stock into other securities. No shares of common stock are subject to redemption or any sinking fund provisions. All the outstanding shares of our common stock are fully paid and non-assessable. Subject to the rights of the holders of the preferred stock, if any, our stockholders of common stock are entitled to dividends when, as and if declared by our board from funds legally available therefore and, upon liquidation, to a pro-rata share in any distribution to stockholders. We do not anticipate declaring or paying any cash dividends on our common stock in the foreseeable future.

Pursuant to our Articles of Incorporation, our board has the authority, without further stockholder approval, to provide for the issuance of up to 10,000,000 shares of our preferred stock in one or more series and to determine the dividend rights, conversion rights, voting rights, rights in terms of redemption, liquidation preferences, the number of shares constituting any such series and the designation of such series. Our board has the power to afford preferences, powers and rights (including voting rights) to the holders of any preferred stock preferences, such rights and preferences being senior to the rights of holders of common stock. No shares of our preferred stock are currently outstanding. Although we have no present intention to issue any shares of preferred stock, the issuance of shares of preferred stock, or the issuance of rights to purchase such shares, may have the effect of delaying, deferring or preventing a change in control of our Company.

Provisions Having A Possible Anti-Takeover Effect

Our Articles of Incorporation and Bylaws contain certain provisions that are intended to enhance the likelihood of continuity and stability in the composition of our board and in the policies formulated by our board and to discourage certain types of transactions which may involve an actual or threatened change of our control. Our board is authorized to adopt, alter, amend and repeal our Bylaws or to adopt new Bylaws. In addition, our board has the authority, without further action by our stockholders, to issue up to 10 million shares of our preferred stock in one or more series and to fix the rights, preferences, privileges and restrictions thereof. The issuance of our preferred stock or additional shares of common stock could adversely affect the voting power of the holders of common stock and could have the effect of delaying, deferring or preventing a change in our control.

Securities Eligible for Future Sale

We relied, based on the confirmation order we received from the Bankruptcy Court, on Section 1145(a)(1) of the Bankruptcy Code to exempt from the registration requirements of the Securities Act of 1933, as amended, both the offer of the 500,005 plan shares, which may have been deemed to have occurred through the solicitation of acceptances of the plan of reorganization, and the issuance of the plan shares pursuant to the plan of reorganization. In general, offers and sales of securities made in reliance on the exemption afforded under Section 1145(a)(1) of the Bankruptcy Code are deemed to be made in a public offering, so that the recipients thereof are free to resell such securities without registration under the Securities Act.

Restricted Securities

We currently have 9,500,000 outstanding shares which may be deemed restricted securities as defined in Rule 144. Generally, restricted securities can be resold under Rule 144 once they have been held for the required statutory period, provided that the securities satisfy the current public information requirements of the rule.

Rule 144

On February 15, 2008, amendments to Rule 144 became effective and will apply to securities acquired both before and after that date. Under these amendments, a person who has beneficially owned restricted shares of our common stock for at least six months would be entitled to sell their securities provided that (i) such person is not deemed to have been one of our affiliates at the time of, or at any time during the three months preceding a sale, (ii) we are subject to the Exchange Act periodic reporting requirements for at least 90 days before the sale and (iii) if the sale occurs prior to satisfaction of a one-year holding period, we provide current information at the time of sale.

Persons who have beneficially owned restricted shares of our common stock for at least six months but who are our affiliates at the time of, or at any time during the three months preceding a sale, would be subject to additional restrictions, by which such person would be entitled to sell within any three-month period only a number of securities that does not exceed the greater of either of the following:

- 1% of the total number of securities of the same class then outstanding; or,
- the average weekly trading volume of such securities during the four calendar weeks preceding the filing of a notice on Form 144 with respect to the sale;

- *provided*, in each case, which we are subject to the Exchange Act periodic reporting requirements for at least three months before the sale.

Such sales by affiliates must also comply with the manner of sale, current public information and notice provisions of Rule 144.

Restrictions on the Reliance of Rule 144 by Shell Companies or Former Shell Companies

Historically, the SEC staff has taken the position that Rule 144 is not available for the resale of securities initially issued by companies that are, or previously were, blank check companies, like us. The SEC has codified and expanded this position in the amendments discussed above by prohibiting the use of Rule 144 for resale of securities issued by any shell companies (other than business combination related shell companies) or any issuer that has been at any time previously a shell company. The SEC has provided an important exception to this prohibition, however, if the following conditions are met:

- The issuer of the securities that was formerly a shell company has ceased to be a shell company;
- The issuer of the securities is subject to the reporting requirements of Section 14 or 15(d) of the Exchange Act;
- The issuer of the securities has filed all Exchange Act reports and material required to be filed, as applicable, during the preceding 12 months (or such shorter period that the issuer was required to file such reports and materials), other than Current Reports on Form 8-K; and
- At least one year has elapsed from the time that the issuer filed current comprehensive disclosure with the SEC reflecting its status as an entity that is not a shell company.

Recent Sales of Unregistered Securities

Pursuant to the Plan of Reorganization, we issued an aggregate of 500,005 shares of our common stock to 482 of our holders of unsecured debt and administrative claims. Such shares were issued in accordance with Section 1145 under the United States Bankruptcy Code and the transaction was thus exempt from the registration requirements of Section 5 of the Securities Act of 1933.

On August 4, 2010, the Company entered into the Share Purchase Agreement with Interrante pursuant to which he acquired 9,500,000 shares of our common stock for approximately \$9,500 cash or \$0.001 per share. As a result of this transaction, 10,000,005 shares of our common stock are currently issued and outstanding. The Company relied upon Section 4(2) of the Securities Act of 1933, as amended, for an exemption from registration on these shares and no underwriter was used in this transaction.

Dividends

Dividends, if any, will be contingent upon the Company's revenues and earnings, if any, and capital requirements and financial conditions. The payment of dividends, if any, will be within the discretion of the Company's Board of Directors. The Company presently intends to retain all earnings, if any, and accordingly the Board of Directors does not anticipate declaring any dividends prior to a business combination.

Transfer Agent

Our independent stock transfer agent is Securities Transfer Corporation, located in Frisco, Texas. The mailing address and telephone number are: 2591 Dallas Parkway, Suite 102, Frisco, Texas 75034; (469) 633-0101.

Reports to Stockholders

The Company plans to furnish its stockholders with an annual report for each fiscal year ending December 31 containing financial statements audited by its registered independent public accounting firm. It is the present intention of management to continue furnishing annual reports to stockholders. Additionally, the Company may, in its sole discretion, issue unaudited quarterly or other interim reports to its stockholders when it deems appropriate. The Company intends to maintain compliance with the periodic reporting requirements of the Exchange Act.

SMSA Gainesville Acquisition Corp.
(a development stage company)
Statement of Changes in Stockholders' Equity (Deficit)
Period from August 1, 2007 (date of bankruptcy settlement) through December 31, 2011

| | Common Stock | | Additional paid-in capital | Deficit accumulated during the development stage | Total |
|-------------------------------------------------------------------------------------------------|-------------------|------------------|----------------------------------|--------------------------------------------------------------|------------------|
| | Shares | Amount | | | |
| Stock issued pursuant to plan of reorganization at bankruptcy settlement date on August 1, 2007 | 500,005 | 500 | 500 | - | 1,000 |
| Net loss for the period | - | - | - | (5,000) | (5,000) |
| Balances at December 31, 2007 | 500,005 | 500 | 500 | (5,000) | (4,000) |
| Net loss for the year | - | - | - | (841) | (841) |
| Balances at December 31, 2008 | 500,005 | 500 | 500 | (5,841) | (4,841) |
| Net loss for the year | - | - | - | (9,530) | (9,530) |
| Balances at December 31, 2009 | 500,005 | 500 | 500 | (15,371) | (14,371) |
| Sale of common stock | 9,500,000 | 9,500 | - | - | 9,500 |
| Capital contributed to support operations | - | - | 74,640 | - | 74,640 |
| Net loss for the year | - | - | - | (60,269) | (60,269) |
| Balances at December 31, 2010 | 10,000,005 | 10,000 | 75,140 | (75,640) | 9,500 |
| Capital contributed to support operations | - | - | 15,530 | - | 15,530 |
| Net loss for the year | - | - | - | (12,309) | (12,309) |
| Balances at December 31, 2011 | <u>10,000,005</u> | <u>\$ 10,000</u> | <u>\$ 90,670</u> | <u>\$ (87,949)</u> | <u>\$ 12,721</u> |

The accompanying notes are an integral part of these financial statements.

SMSA Gainesville Acquisition Corp.
(a development stage company)
Notes to Financial Statements - Continued
December 31, 2011 and 2010

Note H - Income Taxes - Continued

The Company's income tax expense (benefit) for each of the years ended December 31, 2011 and 2010 and for the period from August 1, 2007 (date of bankruptcy settlement) through December 31, 2011 varied from the statutory rate of 34% as follows:

| | Year ended December 31, 2011 | Year ended December 31, 2010 | Period from August 1, 2007 (date of bankruptcy settlement) through December 31, 2011 |
|-------------------------------------------------------------------------------------------------------|------------------------------------|------------------------------------|-----------------------------------------------------------------------------------------------------------|
| Statutory rate applied to income before income taxes | \$ (4,300) | \$ (20,500) | \$ (30,000) |
| Increase (decrease) in income taxes resulting from: | | | |
| State income taxes | - | - | - |
| Other, including reserve for deferred tax asset and application of net operating loss carryforward | <u>4,300</u> | <u>20,500</u> | <u>30,000</u> |
| Income tax expense | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> |

The Company's only temporary difference as of December 31, 2011 and 2010, respectively, relates to the Company's net operating loss pursuant to the applicable Federal Tax Law. As of December 31, 2011 and 2010, respectively, the deferred tax asset is as follows:

| | December 31, 2011 | December 31, 2010 |
|----------------------------------|----------------------|----------------------|
| Deferred tax assets | | |
| Net operating loss carryforwards | \$ 30,000 | \$ 25,700 |
| Less valuation allowance | <u>(30,000)</u> | <u>(25,700)</u> |
| Net Deferred Tax Asset | <u>\$ -</u> | <u>\$ -</u> |

During the years ended December 31, 2011 and 2010, respectively, the valuation allowance against the deferred tax asset increased by approximately \$4,300 and \$20,500.

Note I - Capital Stock Transactions

Pursuant to the Plan affirmed by the U. S. Bankruptcy Court - Northern District of Texas - Dallas Division, the Company issued 500,005 plan shares to meet the requirements of the Plan. The 500,005 shares of the Company's "new" common stock were issued to holders of various claims, as defined in the Plan, in settlement of all unpaid pre-confirmation obligations of the Company and/or the bankruptcy trust.

On August 4, 2010, the Company entered into a Share Exchange Agreement with Interrante pursuant to which he acquired 9,500,000 shares of our common stock for approximately \$9,500 cash or \$0.001 per share. As a result of this transaction, 10,000,005 shares of our common stock are currently issued and outstanding. The Company relied upon Section 4(2) of the Securities Act of 1933, as amended, for an exemption from registration on these shares and no underwriter was used in this transaction.

Note J - Subsequent Events

Management has evaluated all activity of the Company through February 17, 2012 (the issue date of the financial statements) and concluded that no subsequent events have occurred that would require recognition in the financial statements or disclosure in the notes to financial statements.

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FORM 10-K

SMSA CRANE ACQUISITION CORP. - N/A

Filed: February 14, 2012 (period: December 31, 2011)

Annual report with a comprehensive overview of the company

The information contained herein may not be copied, adapted or distributed and is not warranted to be accurate, complete or timely. The user assumes all risks for any damages or losses arising from any use of this information, except to the extent such damages or losses cannot be limited or excluded by applicable law. Past financial performance is no guarantee of future results.

Employees

We have no employees. Our president and sole director, Carolyn C. Shelton, will be responsible for managing our administrative affairs, including our reporting obligations pursuant to the requirements of the Exchange Act. It is anticipated that Ms. Shelton may engage consultants, attorneys and accountants as necessary for us to conduct our business operations and to implement and successfully complete our business plan. We do not anticipate employing any full-time employees until we have achieved our business purpose.

Item 1A - Risk Factors

Smaller reporting companies are not required to provide the information required by this item.

Item 1B - Unresolved Staff Comments

None

Item 2 - Properties

The Company currently maintains a mailing address at [REDACTED]. The Company's telephone number there is [REDACTED]. Other than this mailing address, the Company does not currently maintain any other office facilities, and does not anticipate the need for maintaining office facilities at any time in the foreseeable future. The Company pays no rent or other fees for the use of the mailing address as these offices are used virtually full-time by other businesses of the Company's sole officer and director.

Item 3 - Legal Proceedings

The Company is not a party to any pending legal proceedings, and no such proceedings are known to be contemplated.

Item 4 - [Removed and Reserved]

PART II

Item 5 - Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Market for Trading and Eligibility for Future Sale

There is no public trading market for our securities. Our shares are eligible for quotation on the OTC Bulletin Board under the symbol "SSCR". As of the date of this filing, there has been no known trading in the Company's common stock.

Holders

As of January 27, 2012, there were a total of 10,000,005 shares of our common stock held by approximately 483 stockholders of record. There are no shares of our preferred stock outstanding at the date of this report.

Capital Stock

Our authorized capital stock consists of 100,000,000 shares of common stock and 10,000,000 shares of preferred stock. Each share of common stock entitles a stockholder to one vote on all matters upon which stockholders are permitted to vote. No stockholder has any preemptive right or other similar right to purchase or subscribe for any additional securities issued by us, and no stockholder has any right to convert the common stock into other securities. No shares of common stock are subject to redemption or any sinking fund provisions. All the outstanding shares of our common stock are fully paid and non-assessable. Subject to the rights of the holders of the preferred stock, if any, our stockholders of common stock are entitled to dividends when, as and if declared by our board from funds legally available therefore and, upon liquidation, to a pro-rata share in any distribution to stockholders. We do not anticipate declaring or paying any cash dividends on our common stock in the foreseeable future.

Pursuant to our Articles of Incorporation, our board has the authority, without further stockholder approval, to provide for the issuance of up to 10,000,000 shares of our preferred stock in one or more series and to determine the dividend rights, conversion rights, voting rights, rights in terms of redemption, liquidation preferences, the number of shares constituting any such series and the designation of such series. Our board has the power to afford preferences, powers and rights (including voting rights) to the holders of any preferred stock preferences, such rights and preferences being senior to the rights of holders of common stock. No shares of our preferred stock are currently outstanding. Although we have no present intention to issue any shares of preferred stock, the issuance of shares of preferred stock, or the issuance of rights to purchase such shares, may have the effect of delaying, deferring or preventing a change in control of our Company.

Provisions Having A Possible Anti-Takeover Effect

Our Articles of Incorporation and Bylaws contain certain provisions that are intended to enhance the likelihood of continuity and stability in the composition of our board and in the policies formulated by our board and to discourage certain types of transactions which may involve an actual or threatened change of our control. Our board is authorized to adopt, alter, amend and repeal our Bylaws or to adopt new Bylaws. In addition, our board has the authority, without further action by our stockholders, to issue up to 10 million shares of our preferred stock in one or more series and to fix the rights, preferences, privileges and restrictions thereof. The issuance of our preferred stock or additional shares of common stock could adversely affect the voting power of the holders of common stock and could have the effect of delaying, deferring or preventing a change in our control.

Securities Eligible for Future Sale

We relied, based on the confirmation order we received from the Bankruptcy Court, on Section 1145(a) (1) of the Bankruptcy Code to exempt from the registration requirements of the Securities Act of 1933, as amended, both the offer of the 500,005 plan shares, which may have been deemed to have occurred through the solicitation of acceptances of the plan of reorganization, and the issuance of the plan shares pursuant to the plan of reorganization. In general, offers and sales of securities made in reliance on the exemption afforded under Section 1145(a)(1) of the Bankruptcy Code are deemed to be made in a public offering, so that the recipients thereof are free to resell such securities without registration under the Securities Act.

Restricted Securities

We currently have 9,500,000 outstanding shares which may be deemed restricted securities as defined in Rule 144. Generally, restricted securities can be resold under Rule 144 once they have been held for the required statutory period, provided that the securities satisfy the current public information requirements of the rule.

Rule 144

On February 15, 2008, amendments to Rule 144 became effective and will apply to securities acquired both before and after that date. Under these amendments, a person who has beneficially owned restricted shares of our common stock for at least six months would be entitled to sell their securities provided that (i) such person is not deemed to have been one of our affiliates at the time of, or at any time during the three months preceding a sale, (ii) we are subject to the Exchange Act periodic reporting requirements for at least 90 days before the sale and (iii) if the sale occurs prior to satisfaction of a one-year holding period, we provide current information at the time of sale.

Persons who have beneficially owned restricted shares of our common stock for at least six months but who are our affiliates at the time of, or at any time during the three months preceding a sale, would be subject to additional restrictions, by which such person would be entitled to sell within any three-month period only a number of securities that does not exceed the greater of either of the following:

- 1% of the total number of securities of the same class then outstanding; or,
- the average weekly trading volume of such securities during the four calendar weeks preceding the filing of a notice on Form 144 with respect to the sale;
- *provided*, in each case, which we are subject to the Exchange Act periodic reporting requirements for at least three months before the sale.

Such sales by affiliates must also comply with the manner of sale, current public information and notice provisions of Rule 144.

Restrictions on the Reliance of Rule 144 by Shell Companies or Former Shell Companies

Historically, the SEC staff has taken the position that Rule 144 is not available for the resale of securities initially issued by companies that are, or previously were, blank check companies, like us. The SEC has codified and expanded this position in the amendments discussed above by prohibiting the use of Rule 144 for resale of securities issued by any shell companies (other than business combination related shell companies) or any issuer that has been at any time previously a shell company. The SEC has provided an important exception to this prohibition, however, if the following conditions are met:

- The issuer of the securities that was formerly a shell company has ceased to be a shell company;
- The issuer of the securities is subject to the reporting requirements of Section 14 or 15(d) of the Exchange Act;
- The issuer of the securities has filed all Exchange Act reports and material required to be filed, as applicable, during the preceding 12 months (or such shorter period that the issuer was required to file such reports and materials), other than Current Reports on Form 8-K; and
- At least one year has elapsed from the time that the issuer filed current comprehensive disclosure with the SEC reflecting its status as an entity that is not a shell company.

Recent Sales of Unregistered Securities

Pursuant to the Plan of Reorganization, we issued an aggregate of 500,005 shares of our common stock to 482 of our holders of unsecured debt and administrative claims. Such shares were issued in accordance with Section 1145 under the United States Bankruptcy Code and the transaction was thus exempt from the registration requirements of Section 5 of the Securities Act of 1933.

On November 5, 2010, the Company entered into the Share Purchase Agreement with Shelton pursuant to which she acquired 9,500,000 shares of our common stock for approximately \$9,500 cash or \$0.001 per share. As a result of this transaction, 10,000,005 shares of our common stock are currently issued and outstanding. The Company relied upon Section 4(2) of the Securities Act of 1933, as amended, for an exemption from registration on these shares and no underwriter was used in this transaction.

Dividends

Dividends, if any, will be contingent upon the Company's revenues and earnings, if any, and capital requirements and financial conditions. The payment of dividends, if any, will be within the discretion of the Company's Board of Directors. The Company presently intends to retain all earnings, if any, and accordingly the Board of Directors does not anticipate declaring any dividends prior to a business combination.

Transfer Agent

Our independent stock transfer agent is Securities Transfer Corporation, located in Frisco, Texas. The mailing address and telephone number are: 2591 Dallas Parkway, Suite 102, Frisco, Texas 75034; (469) 633-0101.

Reports to Stockholders

The Company plans to furnish its stockholders with an annual report for each fiscal year ending December 31 containing financial statements audited by its registered independent public accounting firm. It is the present intention of management to continue furnishing annual reports to stockholders. Additionally, the Company may, in its sole discretion, issue unaudited quarterly or other interim reports to its stockholders when it deems appropriate. The Company intends to maintain compliance with the periodic reporting requirements of the Exchange Act.

Item 6 - Selected Financial Data

Not applicable

SMSA Crane Acquisition Corp.
(a development stage company)
Notes to Financial Statements - Continued
December 31, 2011 and 2010

Note H - Income Taxes - Continued

The Company's only temporary difference due to statutory requirements in the recognition of assets and liabilities for tax and financial reporting purposes, as of December 31, 2011 and 2010, respectively, relate solely to the Company's net operating loss carryforward(s). This difference gives rise to the financial statement carrying amounts and tax bases of assets and liabilities causing either deferred tax assets or liabilities, as necessary, as of December 31, 2011 and 2010, respectively:

| | December 31, 2011 | December 31, 2010 |
|----------------------------------|----------------------|----------------------|
| Deferred tax assets | | |
| Net operating loss carryforwards | \$ 13,700 | \$ 7,100 |
| Less valuation allowance | (13,700) | (7,100) |
| Net Deferred Tax Asset | \$ - | \$ - |

During the each of the years ended December 31, 2011 and 2010, respectively, the valuation allowance for the deferred tax asset increased by approximately \$6,600 and \$3,700.

Note I - Capital Stock Transactions

Pursuant to the Plan affirmed by the U. S. Bankruptcy Court - Northern District of Texas - Dallas Division, the Company issued 500,005 plan shares to meet the requirements of the Plan. The 500,005 shares of the Company's "new" common stock was issued to holders of various claims, as defined in the Plan, in settlement of all unpaid pre-confirmation obligations of the Company and/or the bankruptcy trust.

On November 5, 2010, the Company entered into a Share Purchase Agreement with Shelton pursuant to which she acquired 9,500,000 shares of our common stock for approximately \$9,500 cash or \$0.001 per share. As a result of this transaction, 10,000,005 shares of our common stock are currently issued and outstanding. The Company relied upon Section 4(2) of the Securities Act of 1933, as amended, for an exemption from registration on these shares and no underwriter was used in this transaction.

Note J - Subsequent Events

Management has evaluated all activity of the Company through February 9, 2012 (the issue date of the financial statements) and concluded that no subsequent events have occurred that would require recognition in the financial statements or disclosure in the notes to financial statements.

(Remainder of this page left blank intentionally)

(Signatures follow on next page)

**Division's Supplemental
Exhibit F**

Audit Reports Issued by S. W. Hatfield, CPA while License Expired
January 31, 2010 to May 19, 2011

| | Issuer | CIK Code | Ticker | Filing Type | Filing Date | Period Ended | No. | Report Date | Consent Date | Purchases or Sales Identified? | Followed by Purchases and Sales | Not Followed by Purchases and Sales |
|----|-------------------------------------------------------------------------------------------------------|----------|--------|--------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|----------|-------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|--------------------------------|---------------------------------|-------------------------------------|
| 1 | 8888 Acquisition Corp. (S.W. Hatfield dismissed 10/19/2010; Form 15 Filed 8/17/11) | 1376866 | EGHA | 10-K | 10/15/2010 | 8/31/2010 | 1 | 10/7/2010 | N/A | Yes | \$ 6,100 | \$ - |
| 2 | Alliance Health, Inc. (Form 15 Filed 6/8/11) | 822434 | ALNH | 10-K | 11/26/2010 | 9/30/2010 | 2 | 11/2/2010 | N/A | | \$ - | \$ 5,750 |
| 3 | Asia Green Agriculture Corp. f/k/a SMSA Palestine Acquisition Corp. (S.W. Hatfield dismissed 8/20/10) | 1440476 | AGAC | 10-K S-1/A1 8-K/A S-1/A2 8-K/A 8-K/A 8-K/A 8-K/A 8-K/A | 3/30/2010 11/5/2010 11/5/2010 12/10/2010 1/18/2011 2/22/2011 3/22/2011 4/19/2011 5/9/2011 | 12/31/2009 12/31/2009 8/20/2010 12/31/2009 8/20/2010 8/20/2010 8/20/2010 8/20/2010 8/20/2010 | 3 | 3/15/2010 3/15/2010 3/15/2010 3/15/2010 3/15/2010 3/15/2010 3/15/2010 3/15/2010 3/15/2010 | N/A 11/4/2010 11/4/2010 12/10/2010 N/A N/A N/A N/A N/A | Yes | \$ 7,200 | \$ - |
| 4 | BTHC X, Inc. (S.W. Hatfield, CPA resigned 3/29/2010) | 1375685 | BTXI* | 10-K 10-K | 3/30/2010 3/29/2011 | 3/31/2009 12/31/2010 | 4 | 3/23/2010 3/23/2010 | N/A N/A | | \$ - \$ - | \$ 4,100 \$ 8,100 |
| 5 | BTHC XIV, Inc. | 1405646 | BXII* | 10-K 10-K | 3/10/2010 1/18/2011 | 12/31/2009 12/31/2010 | 5 6 | 3/4/2010 1/11/2011 | N/A N/A | | \$ - \$ - | \$ 4,300 \$ 5,200 |
| 6 | BTHC XV, Inc. (SW Hatfield, CPA dismissed 10/18/2010) | 1412090 | BTXV* | 10-K 10-K | 3/10/2010 4/15/2011 | 12/31/2009 12/31/2010 | 7 | 3/5/2010 N/A | N/A N/A | | \$ - \$ - | \$ 4,300 \$ 7,375 |
| 7 | Chile Mining Technologies, Inc. f/k/a Latin America Ventures, Inc. (SWH dismissed 5/12/2010) | 1427714 | LVEN* | 10-K | 2/9/2010 | 12/31/2009 | 8 | 2/3/2010 | N/A | | \$ - | \$ 6,450 |
| 8 | Eight Dragons Co. | 1100778 | EDRG | 10-K 10-K | 3/9/2010 1/28/2011 | 12/31/2009 12/31/2010 | 9 10 | 2/23/2010 1/26/2011 | N/A N/A | Yes Yes | \$ 6,950 \$ 5,713 | \$ - \$ - |
| 9 | HPC Acquisitions, Inc. | 1435224 | HPCQ | 10-K 10-K | 3/17/2010 3/1/2011 | 12/31/2009 12/31/2010 | 11 12 | 2/11/2010 1/6/2011 | N/A N/A | Yes Yes | \$ 6,275 \$ 5,750 | \$ - \$ - |
| 10 | Marketing Acquisition Corp. (S.W. Hatfield, CPA resigned 5/4/2010) | 1363343 | MAQC | 10-K 10-K | 3/28/2011 3/5/2010 | 12/31/2009 12/31/2009 | 13 | 3/2/2010 3/2/2010 | N/A N/A | Yes Yes | \$ 2,250 \$ 4,500 | \$ - \$ - |

| | Issuer | CIK Code | Ticker | Filing Type | Filing Date | Period Ended | No. | Report Date | Consent Date | Purchases or Sales Identified? | Followed by Purchases and Sales | Not Followed by Purchases and Sales |
|---------------------------------------------|--------------------------------------------------------------------------------------|----------|--------|--------------------------------------------------|------------------------------------------------------------------|----------------------------------------------------------------|----------------------|-----------------------------------------------------------------|---------------------------------|--------------------------------|---------------------------------|-------------------------------------|
| 11 | Renewable Energy Acquisition Corp. | 1418302 | | 10G 10-K | 3/3/2010 3/9/2011 | 12/31/2009 12/31/2010 | 14 15 | 2/12/2010 2/25/2011 | N/A N/A | | \$ - | \$ 4,918 |
| 12 | Signet International Holdings, Inc. <i>(S.W. Hatfield, CPA resigned 4/9/2010)</i> | 1317833 | SIGN | 10-K | 4/12/2010 | 12/31/2009 | 16 | 4/7/2010 | N/A | Yes | \$ 18,365 | \$ - |
| 13 | SMSA Crane Acquisition Corp. | 1473287 | SSCR* | 10-12G/A 10-K | 2/22/2010 3/7/2011 | 12/31/2009 12/31/2010 | 17 18 | 2/17/2010 2/7/2011 | N/A N/A | Yes Yes | \$ 2,900 \$ 4,300 | \$ - \$ - |
| 14 | SMSA Gainesville Acquisition Corp. | 1474266 | SACQ* | 10-K 10-K | 3/16/2010 3/8/2011 | 12/31/2009 12/31/2010 | 19 20 | 3/11/2010 2/8/2011 | N/A N/A | Yes Yes | \$ 3,000 \$ 4,975 | \$ - \$ - |
| 15 | SMSA Humble Acquisition Corp. | 1495900 | SMHQ* | 10-12G 10-12G 10-12G/A 10-K | 8/27/2010 10/29/2010 12/10/2010 3/14/2011 | 6/30/2010 9/30/2010 9/30/2010 12/31/2010 | 21 22 23 24 | 8/25/2010 10/26/2010 12/8/2010 2/10/2011 | N/A N/A N/A N/A | | \$ - | \$ 4,225 |
| 16 | SMSA Katy Acquisition Corp. | 1495899 | SCQO* | 10-12G 10-12G 10-12G/A 10-12G/A 10-K | 8/25/2010 10/27/2010 11/30/2010 12/20/2010 3/14/2011 | 6/30/2010 9/30/2010 9/30/2010 9/30/2010 12/31/2010 | 25 26 27 28 | 8/24/2010 10/25/2010 10/25/2010 12/17/2010 2/9/2011 | N/A N/A N/A N/A N/A | | \$ - | \$ 4,225 |
| 17 | SMSA Kerrville Acquisition Corp. | 1512693 | | 10-12G 10-12G/A 10-12G/A | 2/15/2011 3/23/2011 4/5/2011 | 12/31/2010 12/31/2010 12/31/2010 | 29 | 1/28/2011 1/28/2011 1/28/2011 | N/A N/A N/A | | \$ - | \$ - |
| 18 | SMSA Shreveport <i>(Form 15 Filed 8/8/11)</i> | 1501643 | | 10-12G 10-12G 10-12G/A | 11/1/2010 1/27/2011 3/7/2011 | 9/20/2010 12/31/2010 12/31/2010 | 30 31 | 10/27/2010 1/25/2011 1/25/2011 | N/A N/A N/A | | \$ - | \$ - |
| 19 | SMSA Treemont Acquisition Corp. <i>(S.W. Hatfield, CPA dismissed 5/13/2011)</i> | 1495898 | SAQU | 10-12G 10-12G 10-12G/A 10-K | 8/27/2010 10/29/2010 12/10/2010 3/14/2011 | 6/30/2010 9/30/2010 9/30/2010 12/31/2010 | 32 33 34 35 | 8/25/2010 10/26/2010 12/8/2010 2/10/2011 | N/A | | \$ - | \$ 4,225 |
| 20 | Truwest Corp. | 895650 | TRWS | 10-K | 11/15/2010 | 9/30/2010 | 36 | 11/9/2010 | N/A | Yes | \$ 6,138 | \$ - |
| 21 | X-Change Corp. | 54424 | XCHC | 10-K 10-K | 4/21/2010 1/18/2011 | 12/31/2009 12/31/2010 | 37 38 | 3/31/2010 1/14/2011 | N/A N/A | Yes Yes | \$ 12,500 \$ 27,138 | \$ - \$ - |
| Total disclosed SW Hatfield, CPA audit fees | | | | | | | | | | | \$ 124,054 | \$ 63,168 |

Total Fees

\$ 187,222